

# EXPERION DEVELOPERS PRIVATE LIMITED

## CORPORATE SOCIAL RESPONSIBILITY POLICY

### **(A) SCOPE AND PURPOSE**

In accordance with Section 135 of the Companies Act, 2013 (“the Act”) read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (“CSR Rules”) every Company having net worth of Rs 500 crores or more, or turnover of Rs 1,000 crores or more, or a net profit of Rs 5 crores or more during the immediately preceding financial year, shall constitute a Corporate Social Responsibility (“CSR”) committee to recommend its activities for discharging CSR in such a manner that the Company would spend at least 2 per cent of its average net profits of the previous three year on CSR activities. CSR Committee of the Board shall consist of 3 or more directors.

The Company is having net worth of more than Rs. 500 crores and therefore the Board in its meeting held on 15<sup>th</sup> April 2014 had constituted the CSR Committee of the Board to consider and approve the matters related to the CSR in accordance with the Act and CSR Rules.

### **(B) OBJECTIVES**

The Company recognizes and is committed towards creating common good for all. The Company shall implement its CSR Activities to integrate economic, environmental and social objectives with its operations and growth for common good. The Company is committed towards making visible and tangible contribution to communities and environment.

The Company shall identify projects/ programs/ activities in urban/ rural areas that will improve quality of life. The broad objectives of this CSR Policy are to:

- i. elucidate and inform to all Stakeholders about the Company’s CSR Policy.
- ii. demonstrate commitment to the common good through responsible business practices and good governance.
- iii. actively support the country’s development agenda to ensure sustainable change.
- iv. set high standards of quality in the delivery of services in the social sector by creating robust processes and replicable models.
- v. engender a sense of empathy and equity among employees of the Company to motivate them to give back to the society.

### **(C) POLICY STATEMENT**

The CSR Policy shall be implemented in accordance with the provisions of Section 135 of the Companies Act, 2013 and the Rules made thereunder. It shall apply to all the CSR Activities undertaken by the Company in India as per Schedule VII of the Act and any amendments or modifications thereto.

The CSR activities shall not include activities undertaken by the Company in pursuance of the normal course of its business. Further, projects, programs or activities that solely benefit the employees of the Company and their families shall not be considered as CSR Activities under this CSR Policy

### **(D) DEFINITIONS**

Definitions of some of the key terms used in this policy are given below:

- i. **‘Administrative Overheads’** means the expenses incurred by the Company for ‘general management and administration’ of CSR functions in the Company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular CSR project or programme.
- ii. **‘Annual Action Plan’** means a plan formulated by the CSR Committee and recommend to the Board, in pursuance of the CSR Policy, which shall include the following:
  - a. the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII to the Act.
  - b. the manner of execution of such projects or programmes as specified in the Rules.
  - c. the modalities of utilisation of funds and implementation schedules for the projects or programmes.
  - d. monitoring and reporting mechanism for the projects or programmes; and
  - e. details of need and impact assessment, if any, for the projects undertaken by the Company.
- iii. **‘Board’** means Board of Directors of the Company.
- iv. **‘Corporate Social Responsibility’** or **‘CSR’** means the activities undertaken by a Company in pursuance of its statutory obligation laid down in Section 135 of the Act but shall not include the following:
  - a. activities undertaken in pursuance of normal course of business of the Company;
  - 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 Section 2(k) of the Code on Wages, 2019;
  - e. activities supported by the Company on sponsorship basis for deriving marketing benefits for its products or services; and
  - f. activities carried out for fulfilment of any other statutory obligations under any law in force in India.
- v. **‘CSR Committee’** means CSR Committee of the Board.
- vi. **‘CSR Policy’** means a statement containing the approach and direction given by the Board, taking into account the recommendations of the CSR Committee, and includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan.
- vii. **‘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.
- viii. **‘Net Profit’** means Net Profit as defined in the Act.
- ix. **‘Ongoing Project’** means a multi-year project undertaken by the 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.

- x. **‘Public Authority’** means Public Authority as defined in the CSR Rules.
- xi. **‘Stakeholder’** means and includes:
  - a. local community;
  - b. employees;
  - c. shareholders;
  - d. suppliers/vendors/consultants;
  - e. contractors;
  - f. service providers;
  - g. Any other person including workers involved in construction and allied activities of the Company or category of persons, as may be prescribed in the Act and/or by the CSR Committee including society at large.

Words and expressions not defined in this Policy shall have the same meaning as defined in the Act read with the CSR Rule.

#### **(E) CSR COMMITTEE**

The Chairman and Members of the Committee are as follows:

| <b>S. No.</b> | <b>Name</b>         | <b>Chairman / Member</b> |
|---------------|---------------------|--------------------------|
| 1             | Mr. Nagaraju Routhu | Chairman                 |
| 2             | Mr. Sanjay Bakliwal | Member                   |
| 3             | Mr. Suneet Puri     | Member                   |

The Committee will meet at least once in a year to discuss and review CSR activities and Policy. A quorum of two members is required to be present for the proceedings to take place. Such other meetings of the Committee can be convened as and when deemed appropriate. The Committee shall have the authority to call such employee(s), senior official(s) and or externals, as it deems fit.

#### **(F) TERMS OF REFERENCE OF THE CSR COMMITTEE**

The CSR Committee shall be responsible for:

- i. Formulate, recommend and modify/ alter whenever necessary, Corporate Social Responsibility Policy which shall indicate the projects/ programs/ activities to be undertaken by the Company, as specified in Schedule VII of the Act.
- ii. Recommend the amount of expenditure to be incurred on the projects/ programs/ activities referred to in clause (i) above;
- iii. Institutionalize transparent monitoring mechanism for ensuring implementation of the CSR projects/ programs/ activities; and
- iv. Any other activity(ies)/ programs/ functions, as may be assigned by the Board.

## **(G) PROJECTS / PARTNERS**

CSR Committee in consultation with the Board of Directors of the Company will identify suitable projects for implementation in line with the objectives of the Company and requirements laid down under the Act and CSR Rules. These projects would be executed by the Company itself or through:

- i. 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
- 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
- iv. 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.

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 programmes or CSR activities in such a manner that the CSR committees of respective companies are in a position to report separately on such projects or programmes in accordance with these rules.

## **(H) ANNUAL SPENDS/ALLOCATION OF FUNDS**

The Company would spend not less than 2% of the average Net Profits of the Company made during the three immediately preceding financial years. Any surplus arising out of the CSR activities shall not form part of the 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 of the Act, within a period of six months of the expiry of the financial year.

The CSR amount may be spent by the Company for creation or acquisition of a capital asset, which shall be held by (a) a company established under Section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number under the Rule; or (b) beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or (c) a public authority.

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

The overall amount to be committed towards CSR will be approved by the Board upon the recommendation of the CSR Committee.

Tax treatment of CSR spend will be in accordance with the Income Tax Act, 1961 as may be notified by Central Board of Direct Taxes (CBDT).

**(I) SCOPE OF ACTIVITIES TO BE UNDERTAKEN BY CSR COMMITTEE**

The scope of activities to be undertaken by CSR Committee of the Company will, inter-alia, include the following:

- i. Eradicating hunger, poverty and malnutrition, promoting healthcare including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promoting of sanitation and making available safe drinking water.
- ii. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- iii. 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 backward groups.
- iv. 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 including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
- v. 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 arts and handicrafts.
- vi. 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.
- vii. Training to promote rural sports, nationally recognised sports, and Olympic sports.
- viii. 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.
- ix. (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).
- x. Rural development projects.
- xi. Slum area development.

Explanation: - 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.

xii. Disaster management, including relief, rehabilitation and reconstruction activities.

#### **(J) THE GEOGRAPHIC REACH**

The Act provides that the Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for Corporate Social Responsibility. The Company will thus give preference to conducting CSR activities in those states where the projects of the Company are situated, and the Company has/will have its operations.

#### **(K) PLANNING AND IMPLEMENTATION**

- i. The Projects may be divided into two main categories – Direct Project Funding and Employee Engagement. Projects which involve considerable financial commitment undertaken on a timeframe of 1-3 years where Company will be the primary sponsor, will be considered under Direct Project Funding and accorded due significance.
- ii. A list of CSR projects/programmes which the Company plans to undertake during the implementation year will be laid down before the Committee at the beginning of each year, specifying modalities of execution in the areas/sectors chosen and implementation schedules for the same.
- iii. Identification of projects and the executing agency/NGO will be made, inter-alia, by assessing the following:
  - a. Project Objectives.
  - b. Implementation schedules – Timelines for milestones of the project will need to be prescribed and agreed upon.
  - c. Responsibilities and authorities.
  - d. Major results expected and measurable outcome including the expenses/charges ratio as against the actual CSR spend.

#### **(L) MONITORING MECHANISM**

The CSR Committee will ensure a transparent monitoring mechanism for ensuring effective implementation of the CSR Activities proposed to be undertaken by the Company.

The CSR Committee will ensure that the CSR Activities are undertaken in compliance with this CSR Policy and in a project or programme mode with clearly defined project deliverables, implementation schedules, processes and budgets as given in the Annual Action Plan.

The CSR Committee will monitor the projects and programmes to ensure that they are being carried out in compliance with this CSR Policy and the Act. The CSR Committee shall also apprise to the Board of Directors about the progress of CSR project/ programmes/ activities including expenditure incurred by the implementing agency(ies) till the allocated budget is fully utilised.

In case of the Ongoing Project(s), the Board shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.

The Board shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer shall certify to the effect.

Any amount which remains unspent and does not relate to any ongoing project would be transferred to a Fund specified in Schedule VII of the Act, within a period of six months of the expiry of the financial year.

Any amount which remains unspent and relate any ongoing project as fulfils such conditions as prescribed, undertaken by the Company in pursuance of this CSR Policy would be transferred by the Company within a period of 30 days from the end of the financial year to a special account to be opened by the Company in that behalf for that financial year in any scheduled bank to be called “the Unspent Corporate Social Responsibility Account”, and such amount shall be spent by the Company in pursuance of its obligation towards the CSR Policy within a period of three financial years from the date of such transfer, failing which, the company shall transfer the same to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.

#### **(M) IMPACT ASSESSMENT**

In case, the Company has average CSR obligation of Rs. 10 crore or more in pursuance of Section 135(5) of the Act, in the three immediately preceding financial years, it shall undertake impact assessment, through an independent agency, of its CSR projects having outlays of Rs. 1 crore or more, and which have been completed not less than one year before undertaking the impact study.

The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR.

In order to undertake impact assessment, the Company may incur an amount up to 5% of the total CSR expenditure for that financial year or Rs. 50 lakhs, whichever is less and the same shall be considered as CSR expenditure for that financial year.

#### **(N) DISCLOSURES**

The Company will report, in the prescribed format the details of CSR initiatives and activities of the Company in the Directors’ Report and on the website of the Company, as required under the Act and CSR Rules. Such reporting will be done, pertaining to financial year(s) commencing on or after the 1st day of April 2014.

#### **(O) AMENDMENTS TO THE POLICY**

The Board of Directors on its own and/or as per the recommendations of CSR Committee can amend this Policy, as and when required as deemed fit. Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the Regulations on the subject as may be issued from relevant statutory authorities, from time to time.

#### **(P) GENERAL**

In case of any doubt with regard to any provision of the CSR Policy and also in respect of matters not covered herein, a reference to be made to the CSR Committee or to the Chairperson of the CSR Committee. In all such matters, the interpretation and decision of the Chairperson of the CSR Committee shall be final.