

VOUCHAGRAM INDIA PRIVATE LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY

1. Concept: Short Title & Applicability

Vouchagram India Private Limited (herein referred as "the Company") have been actively participating in the social responsibility initiatives. The Companies Act, 2013 has made it mandatory for the Companies falling under the threshold limits of turnover or paid up capital or net profit criteria to formulate Corporate Social Responsibility (CSR) policy and also spend a certain amount of average net profits on specified CSR activities. The Board of Directors has successfully constituted a CSR Committee to formulate and recommend a Policy, recommend and monitor amount to be spend. This policy has been framed in the light of the Companies Act, 2013 read with rules and regulations made thereunder.

This policy encompasses the philosophy of Vouchagram India Private Limited (the "Company") delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for development of the community at large referred to as the ("**Vouchagram India Private Limited CSR Policy**").

2. Definitions:

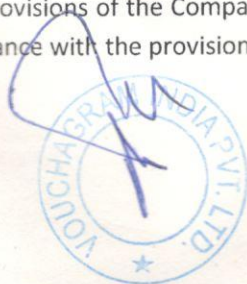
The meanings of the following terms used herein shall be taken as below:

- 'Act' means Companies Act, 2013, including any modifications, amendments or re-enactments thereof.
- 'CSR' means Corporate Social Responsibility.
- 'Company' means Company incorporated under the Indian Companies Act.

'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: -

- (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:

Provided that net profit in respect of a financial year for which the relevant financial-statements were prepared in accordance with the provisions of the Companies Act, 1956 (1 to 1956) shall not be required to be re-calculated in accordance with the provisions of the Act:



Provided further 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.

- 'Financial Year' shall be year as defined under Companies Act, 2013.
- 'Year' shall be calendar year.
- 'CSR Committee' means the Corporate Social Responsibility Committee of the Board referred to in section 135 of the Act.
- 'Rules' shall mean the Companies (Corporate Social Responsibility) Rules, 2014, including any re-enactment, modifications or amendments thereof.

3. Purpose of Policy

Vouchagram India Private Limited considers CSR activities important as it provides an opportunity of paying back to the society which helps an organization to grow and achieve its corporate objectives. The purpose of the policy is to define the project and programs to be undertaken for the purpose of complying with the Company's CSR obligations, to prescribe the methodologies of implementation of the Policy and periodic monitoring of the same.

4. Mission

- Ensuring socio-economic development of the community through different participatory and need-based initiatives in the best interest of the poor and deprived sections of the society so as to help them to become SELF-RELIANT and build a better tomorrow for themselves.
- Ensuring environmental sustainability through ecological conservation and regeneration, protection & re growth of endangered plant species, promoting biodiversity and infrastructure development.
- Promoting education and employment enhancing vocation skills especially among children, women and livelihood enhancement projects and to spark the desire for learning and knowledge at every stage through our contributions.

5. CSR Activities, Projects or Programs to be undertaken under this Policy

The Projects or programs to be undertaken by the Company under this Policy shall be in compliance with the subjects enumerated in Schedule VII of the Act (as amended from time to time). The extract of the Schedule VII of the Act is enclosed as Annexure I to this Policy. Should there be a change in the Schedule VII of the Act, the same shall be replaced automatically as **Annexure I** to this Policy. The Company will select projects or programs or activities under the broad areas as are enumerated in **Annexure I**.



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6. Formation and Composition of CSR Committee

The Company shall form the CSR Committee composed of at least two members, and all members shall be directors in the Company.

In case the Company has only two directors, then those two directors shall form the committee.

The CSR Committee has been constituted on 15th DAY OF JUNE, 2018.

7. Implementation process

The overall responsibility, deciding the CSR spend and monitoring the CSR policy will vest with the CSR committee.

All projects are identified in a participatory manner, in consultation with the community belonging to the local area and areas around the Company's operational periphery or any other areas that may be decided by the CRS Committee from time to time.

8. Duties and Responsibilities of CSR Committee

- Formulate and recommend a CSR Policy to the Board.
- Recommend expenditure to be incurred on CSR.
- Monitor the CSR Policy of the Company from time to time.
- The CSR committee shall meet quarterly to review the projects undertaken and progress on the same.
- The CSR Committee should ensure that none of the programmes or activities are for the sole benefit of Company employees and their families.
- The CSR Committee should ensure that no amount is contributed to any political party directly or indirectly as per section 182 of the Act.
- The CSR Committee should ensure that none of the CSR activities be carried out in the normal course of business of the Company.
- The CSR Committee shall ensure that the surplus arising out of the CSR projects or programmes or activities shall not form part of the business profit of the Company.
- The CSR activities should be carried only in India or, after CSR Committee approval, carried out through a registered trust or registered society or a company established specifically for this purpose by the Company or a holding/subsidiary/associate company under section 8 of the Companies Act 2013.



9. Methodology and guidelines for selection of projects for CSR activities

The CSR Committee shall select the projects keeping in view the below guidelines:

1. The project shall be such which are covered under Schedule VII (as amended from time to time).
2. The CSR activity shall not be in ordinary course of the business of the Company.
3. One or more activity or programmes may be selected for the CSR spend but within overall limit of amount determined by CSR Committee for the financial year. The amount to be allocated to various projects or programmes shall be decided by the CSR committee.

10. CSR Expenditure

The Board of Directors, in consultation with the CSR Committee, shall decide the budget for CSR expenditure and review the same on quarterly basis. With prior approval of the Company's Board of Directors and upon recommendation of the CSR Committee, the minimum spend per financial year on the CSR activities and projects shall not be less than 2% of the Company's average net profits for last three financial years.

CSR expenditure shall include all expenditure including contribution to corpus, or on projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but does not include any expenditure on an item not in conformity or not in line with activities which fall within the areas or subjects as specified in Schedule VII of the Act.

11. Quorum and Meetings of CSR Committee

The quorum for a meeting of **CSR Committee** shall be **one third** of its total strength or two members, whichever is higher, and the participation of the members by video conferencing or by other audio-visual means shall also be counted for the purposes of quorum.

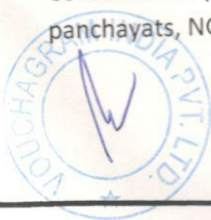
The CSR committee shall meet quarterly basis in a year or as many times as required to decide, implement and monitor the CSR activities. Such meetings shall precede the meetings of the Board of Directors.

12. Reporting of CSR activities

The Company shall report annually in the Directors' Report on details of the CSR Committee, projects undertaken and mode of expenditure as enclosed in **Annexure II**.

13. Partnerships

Collaborative partnerships are formed with the Government, the District Authorities, the village panchayats, NGOs and other like-minded stakeholders. This helps widen the Company's reach and



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leverage upon the collective expertise, wisdom and experience that these partnerships bring to the table.

14. Monitoring of the CSR Activities

The CSR committee shall monitor the CSR activity to be undertaken by the Company. The detail report to be placed in CSR Committee meetings which shall cover the following matters:

1. The project selected for the CSR activity for the financial year.
2. The brief write-up about the activity selected for CSR and the basis and reason of selection of a specific activity.
3. A proper account of the amounts allocated and the amounts spent for the financial year.

15. Amendments to CSR Policy: The Board of Directors of the Company shall have the powers to revise/modify/amend this Policy from time to time, as the Board may think fit, based on the recommendations to be made by the CSR Committee to confirm to the revision/amendment, if any, to be made to the CSR Rules by the MCA, under the Act.

16. Information dissemination: The Company's engagement in this domain is disseminated on its website, annual reports, in-house journals and through the media.

17. Management Commitment

Our Board of Directors, our Management and all of our employees subscribe to the philosophy of compassionate care. We believe and act on an ethos of generosity and compassion, characterised by a willingness to build a society that works for everyone. This is the cornerstone of our CSR policy. The **Vouchagram India Private Limited CSR Policy** conforms to the Corporate Social Responsibility Guidelines determined by the Ministry of Corporate Affairs, Government of India.

Reviewed and Approved by:	Designation	Date	Signatures
Arvind Prabhakar	Director and CSR Committee member	15 th June 2018	
Puja Punj	Director and CSR Committee member	15 th June 2018	
Vallapa Reddy Siddharth Shankar	Director and CSR Committee member	15 th June 2018	

18. Other Matters/ Difficulties:

If there are any matters which are not covered by this Policy or in the Act or in the CSR Rules, the same shall be brought to the notice of the CSR Committee by the members of the Committee and thereafter the CSR Committee shall take a final decision on those matters.

Approved by:

Note: - This policy has been approved by the Board of Directors of the Company at their meeting held on

15th June 2018.



Annexure I

ACTIVITIES COVERED IN SCHEDULE VII OF THE COMPANIES ACT 2013 AND AMENDMENTS MADE THEREUNDER:

- (i) Eradicating hunger, poverty and malnutrition; promoting health care including preventive health care and sanitation including contribution to the 'Swachh Bharat Kosh' set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
- (ii) Promoting education, including special education and employment enhancing vocational skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- (iii) Promoting gender equality and empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers 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 building 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 recognized sports, Paralympic 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 Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled 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.
- (xii) Disaster management, including relief, rehabilitation and reconstruction activities.

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."

