



CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

(Formulated by the CSR committee on 16.06.2022 and approved by the Board of Directors on 04.07.2022)

EXCELRA KNOWLEDGE SOLUTIONS PRIVATE LIMITED ("EXCELRA")



A. CSR Policy & Philosophy

EXCELRA is committed to operate and grow its business in a socially responsible way with a vision to be an environmental friendly corporate citizen. Social service, ecological balance and environmental protection are in our DNA.

Our passion in these activities make us more responsible year after year. As a responsible corporate citizen, we try to contribute for possible social, educational and environmental causes on a regular basis. We firmly believe that to succeed, an organization must maintain highest standards of corporate behaviour towards its investors, stakeholders, employees and societies in which it operates.

Constitution of a Corporate Social Responsibility Committee of the Board and formulation of a Corporate Social Responsibility Policy has become mandatory under the Companies Act, 2013. Accordingly, our Company has formulated this CSR Policy which encompasses its philosophy and guides its sustained efforts for undertaking and supporting socially useful programs.

B. CSR Vision

Improve quality of life for all our communities through integrated and sustainable development in every possible way.

C. Constitution of CSR Committee

In terms of section 135 of the Companies Act, 2013 and the Rules made thereunder, Board of Directors of the Company at its meeting held on June 16, 2022 has constituted a Corporate Social Responsibility Committee with the following as its members;

S.No.	Name	Status	Designation in CSR Committee
1	G V Sanjay Reddy	Director	Chairman
2	Davinder Singh Brar	Director	Member
3	Sidharth Reddy	Director	Member

The CSR Committee to, inter alia, carry out the following functions;

1. To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company in areas or subject as specified in Schedule VII of the Companies Act, 2013 and the rules made thereunder.
2. To recommend the amount of expenditure to be incurred on the CSR activities.
3. To monitor the implementation of framework of CSR Policy.
4. To carry out any other function as mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable, necessary or appropriate for performance of its duties.

D. Definitions

In this Policy, unless the context otherwise requires;

1. "Act" shall mean the Companies Act, 2013 including any modifications, amendments or re-enactment thereof.

2. "Rules" shall mean the Companies (Corporate Social Responsibility) Rules, 2014, including any modifications, amendments or re-enactment thereof.
3. "Financial Year" shall mean the period beginning from 1st April of every year to 31st March of the succeeding year.
4. "Net Profits" shall mean the net profits of the Company as defined under the Act and the Rules based on which a specific percentage for CSR expenditure has to be calculated.
5. "Company" shall mean Excelra Knowledge Solutions Private Limited.
6. "Group Companies" shall mean holding, subsidiaries and associates of the Company.
7. "GVK Foundation" shall mean, a separate trust formed and registered under the Indian Trust Act, 1882 and includes any other trust formed and registered under the Indian Trust Act, 1882 having similar ideology / objects.
8. "GVK EMRI" shall mean a society formed and registered under the Societies Registration Act, 1860 and includes any other society formed and registered with the appropriate authority for a social cause.
9. "Agency" or "Agencies" shall mean any Section 8 Company under the Act or a registered trust / society / Non-Government Organization / Institution performing social services for the benefit of the society at large.
10. "Board" shall mean the Board of Directors of the Company.
11. "Approved Budget" shall mean the total budget as approved by the Board of the Company, which is to be spent or utilized for CSR activities.
12. "Annual Plan" shall mean the annual planned CSR expenditure for the year.
13. "CSR Committee" shall mean the Corporate Social Responsibility Committee as constituted by the Board of Directors of the Company in accordance with the Act and the Rules made thereunder, comprising of three or more Directors, out of which, at least one director shall be an Independent Director.
14. "CSR Officer" shall mean a person engaged by the Company to assist the CSR Committee on the activities envisaged under the CSR Policy.
15. "CSR Policy" shall mean the Corporate Social Responsibility Policy of the Company, which covers all the activities undertaken by the Company under the policy and the CSR Expenditure thereon.
16. "CSR Activities" shall mean all the Corporate Social Responsibility activities /programs / initiatives of the company, either ongoing or new, including but not limited to green belt / environmental protection / ecological balance /slum rehabilitation / education / sports etc., and those specified in Schedule VII to the Act (as amended from time to time) at corporate office, project offices of the Company, its holding company, subsidiaries and associates wherever located, as recommended by the CSR Committee and approved by the Board.
17. "CSR Expenditure" shall mean all CSR expenditure as recommended by the CSR Committee and approved by Board of Directors including the following;
 - i. Contributions to CSR activities which shall be implemented and / or executed by the Company or contribute funds to any other eligible implementing agency to carry on activities / multiyear projects or programs indicated below.
 - ii. Contributions to CSR activities which shall be implemented through GVK Foundation and GVK EMRI or any other Trust /Society / Section 8 Companies / Agencies established / registered to carry on the CSR activities as defined under the Rules.
 - iii. Contribution to the Corpus of a Trust / Society / Section 8 Companies etc., as long as they are created exclusively for undertaking CSR activities or where the corpus is created exclusively for the purpose directly relatable to a subject covered in Schedule VII of the Act.
 - iv. Any other contributions covered under Schedule VII to the Act.
18. "Thrust Areas" shall mean the areas or activities ascribed to them in this Policy, as amended by the CSR Committee, from time to time.

19. "Trust" shall mean a trust formed and registered under the Indian Trust Act, 1882 and under the Income Tax Act, 1961 for those states where registration of trust is not mandatory and includes a trust jointly formed and registered by the Company with all or any of its Group Companies.

Words and expressions used and not defined in the Policy shall have the same meanings respectively assigned to them in the Act and / or Rules.

E. Thrust Areas / CSR Activities

1. **Thrust Areas:** While we strive to undertake all or any suitable activity as specified in Schedule VII to the Act, currently we focus to support and implement the following activities as our thrust areas;
 - a. Promoting education to the under privileged children, supporting socially backward people and helping the differently abled people.
 - b. Providing emergency medical care, preventive health care, sanitization and safe drinking water.
 - c. Ensuring environmental sustainability, ecological balance, protection of flora and fauna and conservation of natural resources.
 - d. Promoting gender equality and empowering women.
 - e. Training to promote nationally recognized sports.

2. **CSR Activities within the Thrust Areas:** Specific projects and programs shall be identified under the thrust areas and details including location, beneficiaries, costs, manner of expenditure, timelines etc. shall be placed the CSR Committee for its recommendation to the Board from time to time.

It may be noted that the above activities are indicative and are activities that the company may at any point of time engage but all such activities may not be taken up by the Company during the financial year. While the activities undertaken in pursuance of the CSR policy must be relatable to Schedule VII of the Companies Act 2013, the entries in the said Schedule VII must be interpreted liberally so as to capture the essence of the subjects enumerated in the said Schedule. The items enlisted in the amended Schedule VII of the Act are broad-based and are intended to cover a wide range of activities.

F. Implementation

The CSR Committee will periodically identify the CSR activities including the thrust areas, annual budget, planned expenditure and implementation schedule etc.

The CSR activities will be carried out directly or indirectly at the registered office, corporate office, in and around the areas of the projects of the Company, Holding, Subsidiaries and Associates. However, this shall not bar the Company from pursuing its CSR activities in any other areas. The CSR activities will be carried out / implemented, directly or indirectly, through

GVK Foundation and GVK EMRI or any other Trust / Society / Section 8 Companies / Agencies established / registered to carry on the CSR activities as defined under the Rules.

G. Activities not covered or recognized

In terms of the Rules, the following contributions shall not be considered as CSR Expenditure;

1. Contributions of any amount, whether directly or indirectly, to any political party or any person associated with a political party.
2. Amount spent, whether directly or indirectly, for the benefit of employees of the Company, its Holding, Subsidiaries and Associates and their families.
3. Expenses incurred by the Company for the fulfillment of obligations under any act /statute of regulations (such as labour laws, land acquisition act etc.)
4. Expenses incurred by the Company for one off events such as marathons /awards / charitable contribution / advertisement / sponsorships of TV programs etc.
5. Activities undertaken in pursuance of the normal course of business;
6. Activities undertaken outside India; (except for training of Indian sports personnel representing any state or union territory at national level or India at international level)
7. Other contributions / expenses not recognized under the Act / Rules as amended or modified, from time to time.

H. Funding and allocation

Following is the mode of funding and allocation of area wise planned expenditure for the CSR activities.

1. The Company shall, in every financial year, contribute a statutory minimum limit of at least 2% of the average net profits of the Company made during the three immediately preceding financial years.
2. In the absence of Net Profits, the Company endeavors to spend such feasible amount as it may decide.
3. The CSR Committee shall prepare its annual planned expenditure for the CSR activities including the thrust areas and manner of implementation etc., and submit the same for approval of the Board in the following format.

S.No	CSR Activities/Thrust Areas	Annual Budget	Schedule of implementation	% of allocation
1	Training to promote nationally recognized sports			
2	Providing emergency medical care, preventive health care, sanitization and safe drinking water			
3	Promoting education to the under privileged children, supporting socially backward people and helping the differently abled people			
4	Ensuring environmental sustainability, ecological balance, protection of flora and fauna and conservation of natural resources			
5	Promoting gender equality and empowering women			

4. The Company shall endeavor to spend the entire amount of statutory minimum contribution limit in a given financial year. In the event, the Company is unable to spend such amount in any given financial year, the Board shall specify the reasons for the same in its report to the shareholders in terms of Section 134(3)(o) of the Act and, unless the unspent amount relates to any ongoing project referred to in sub-section (6) of Section 135, transfer such unspent amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year .

5. Any amount remaining unspent under sub-section (5) of Section 135, pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by a company in pursuance of its Corporate Social Responsibility Policy, shall be transferred by the company within a period of thirty 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 Corporate Social Responsibility 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.

SURPLUS OF CSR PROJECTS

Any surplus arising out of the CSR activity shall:

1. not form part of business profits of the Company
2. should be ploughed back into the same project from which it has generated or shall be transferred to Unspent CSR Account of the Company, maintained separately for such surplus
3. Should be spent within 3 years from the date of such transfer to the Unspent CSR Account or transfer to a Fund specified in Schedule VII within a period of 6 months from the expiry of the
4. financial year as decided by the CSR Committee and as per the Annual Action plan of the company
5. Should not form part of Excess amount available for set-off with CSR obligation in immediately succeeding financial years.

I. Monitoring mechanism

The CSR Officer of the Company will coordinate / review the implementation of CSR activities at various areas and report to the Board through the CSR Committee.

The CSR Committee shall meet at least once in a year to monitor the implementation of CSR Plan and its activities. The Committee shall ensure that the CSR Policy, as amended from time to time, is displayed on the company's website.

The CSR Committee of the Board may devise a mechanism for various CSR Projects / Programs / Activities undertaken by the Company including conduct of impact studies of CSR Projects / Programs on a periodic basis, through independent third party agencies according to the CSR Rules, wherever applicable.

The CSR Committee shall place before the Board, a draft annual report on CSR activities as per the specified format, in a board meeting to be held in the following year for Board review and finalization.

The Board shall include in its report to the shareholders, the annual report on CSR activities as per the format specified under the Rules.

The CSR officer of the Company shall assist the CSR Committee and the Board for performing their respective duties under the CSR Policy, any changes by the Government in the regulations governing the CSR activities.

J. Annual Action Plan

The CSR activities can be undertaken either specific for one year or can undertake multi-year projects. The CSR Committee every year will recommend an Annual Action Plan to the Board. This Annual Action plan shall contain the following details:

1. The list of CSR projects or programs that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act, 2013
2. The manner of execution of such projects or programs
3. The modalities of utilization of funds and implementation schedules for the projects or programs
4. Monitoring and reporting mechanism for the projects or programs
5. Details of need and impact assessment, if any, for the projects undertaken by the company: Provided that Board may alter such plan at any time during the financial year, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect.

K. Reporting format

Periodic reporting on the CSR activities, execution modalities, implementation schedules etc., to the CSR Committee shall be in the following format which may be amended by the CSR Committee from time to time.

S.No.	Company Initiative	Schedule VII Activity	Execution Details	Budget (Rs)	Amount Spent (Rs)	Remarks
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L. Amendment

Any amendment or modification in the Companies Act, 2013 and any other applicable regulations relating to the CSR Policy shall automatically be applicable to the Company.



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