

ADVANTEDGE HEALTHCARE SOLUTIONS PRIVATE LIMITED

Our company is committed in undertaking socially responsible business. As a responsible corporate citizen, we are dedicated to embark on activities for the benefit of the society creating a positive impact as a gesture of gratitude for the support we have received from the society

CORPORATE SOCIAL RESPONSIBILITY POLICY

TABLE OF CONTENTS

Contents	Page No.
Preamble	2
Policy Objectives	2
Applicability	2
CSR Committee	3
Role of the Board	3
CSR Monitoring and Reporting Framework	4
CSR Activities	4
CSR Funds	5
Documentation	5
CSR Expenditure	6
Disclosure of the Policy	7
Miscellaneous	7
Annexure A	8
Annexure B	9

PREAMBLE

We, at AdvantEdge Healthcare Solutions Private Limited (the “**Company**”) are committed to provide positive effects on the society we operate. We are conscious of our responsibility to conduct our business in an economically, socially and environmentally sustainable manner. We strongly believe in inclusive growth and believe that well-being society is as important as well being of the Company and in that sense, we pledge for the well-being of all the stakeholders. As a responsible corporate citizen, we are committed towards the above objectives and are keen on developing a sustainable business model to ensure and activate our future growth drivers.

This corporate social responsibility policy (this “**Policy**”) shall be read in line with Section 135 of the Companies Act, 2013, as amended (the “**Act**”), and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended (the “**Rules**”) and such other rules, regulations, circulars, and notifications as may be applicable and as amended from time to time.

POLICY OBJECTIVES

The objective of this Policy is to lay down the guiding principles in undertaking various programs and projects by or on behalf of the Company relating to Corporate Social Responsibility (“**CSR**”) within the meaning of Section 135 of the Act read with Schedule VII of the Act and the Rules.

This policy also functions as an in-built, self-regulating mechanism which monitors and ensures adherence to law, moral and ethical standards of society by having a positive impact of the activities of the business on the environment, consumers, employees, communities, shareholders and all other stakeholders of the society.

APPLICABILITY

This Policy shall be applicable to all CSR activities of the Company whether carried by it or through any implementation agency with effect from **10/12/2019**.

CSR COMMITTEE

The Board has constituted a Corporate Social Responsibility Committee (CSR Committee) in accordance with the provisions of the Section 135 of the Act and will review the composition and terms of reference of the CSR Committee on an annual basis or as and when required. The current composition of the CSR Committee is as follows:

1. James Paul O'Haro, Chairman;
2. Sunil Christopher; and
3. Terrance P Halloran

The CSR Committee will meet at regular intervals in every financial year as deemed fit by the Chairman and shall perform the following functions:

- Formulate and recommend to the Board, the Policy of the Company which shall indicate the activities to be undertaken by the Company, in accordance with Schedule VII of the Act;
- Recommend the amount of expenditure to be incurred on the CSR activities
- Recommend the projects and programmes on which the Company can spend its CSR Expenditure.
- Identify and recommend organisations to collaborate with the Company to undertake the CSR activities (hereinafter referred to as "CSR Partners")
- Monitor the Policy of the Company from time to time; and
- Submit a report to the Board ("CSR Report") detailing the CSR activities undertaken and the expenditure involved in conducting/undertaking such CSR activities by the Company for every financial year
- Any other matter, as the CSR Committee may deem appropriate, after approval of the Board or as may be directed by the Board from time to time.

ROLE OF THE BOARD

The Board of Directors of the Company shall oversee the CSR activities and the status of the CSR activities. The Board with respect to CSR Activities has following functions to perform:

- After considering the recommendations made by the CSR Committee, the Board shall approve the CSR Policy for the Company.
- Finalize on CSR Plan for each financial year by identifying specific projects or programs in commensurate with the CSR policy on which the Company shall spend its CSR Expenditure
- Finalize the CSR Partners with whom the Company can collaborate to conduct or undertake its CSR Activities.
- Ensure that, in each financial year, the Company spends at least 2% of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of its Policy and specify the reasons for failure to spend the CSR Expenditure, if any, in the Board's Report.

CSR MONITORING AND REPORTING FRAMEWORK

The CSR Committee shall institute a transparent monitoring mechanism for implementation of the CSR projects or programs, or activities undertaken by the Company. In compliance with the Act and to ensure that funds spent on CSR activities are benefitting the target group, a comprehensive monitoring and reporting framework has been put in place by the Company. The CSR Committee shall monitor the implementation of the Policy through periodic reviews of the CSR activities and will present the annual budgets along with the list of approved CSR activities conducted by the Company to the Board together with the progress made from time to time as a part of the evaluation process under the monitoring mechanism.

CSR ACTIVITIES

The CSR projects or programs, which Company plans to undertake pursuant to Schedule VII of the Act is more fully described in the Annexure A to this Policy. The CSR activities shall be undertaken by Company, as stated in this Policy, as projects or programs or activities (either new or on-going) through any of the following ways:

- On its own;
- Through its own Section 8 Company or registered trust or a registered society;
- Through a section 8 Company or registered trust or a registered society established by it with other companies;
- Through a section 8 Company or registered trust or a registered society established by the Central Government or State Government or any entity established under an Act of Parliament or a State legislature
- Or any such company or trust or society having established track record of three years in undertaking similar programs or projects;

The Board shall, based on the recommendation of the CSR Committee, decide on the CSR Activities and the mode through which the Company undertakes to spend its CSR Expenditure in compliance with the requirements of law.

CSR FUNDS

The corpus for the purpose of carrying on the aforesaid CSR activities would include the following:

- 2% of the average Net Profit before tax made by the Company during immediately preceding three Financial Years.
- Any income arising therefrom.
- Surplus arising out of CSR activities carried out by the Company and such surplus will not be part of business profit of the Bank.

The “Net Profit” means the net profit before tax as per the financial statement of the Company prepared in accordance with the applicable provisions of the Companies’ Act, 2013 but shall not include the following:

- Any profit arising from any overseas branch or branches of the Company, whether operated as a separate company or otherwise; and
- Any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act:

DOCUMENTATION

All the utilization certificates, agreements, invoices with actual spend will be diligently documented and the records shall be available as and when required for scrutiny by auditors or regulators or other stakeholder.

The company shall prepare a report specifying the projects or programs undertaken, the mode of undertaking it and the modalities of utilisation of funds on such projects and programs.

In the cases where the Company has collaborated with other companies for undertaking projects or programs or CSR activities, CSR Committee shall ensure that it is able to report on spending separately from the spending made by such other company.

CSR EXPENDITURE

The CSR activities undertaken in India only shall amount to CSR expenditure. Further, while spending the amount earmarked for CSR activities, preference should be given to local areas and areas around the Company where it operates. CSR expenditure shall include all expenditure, including contribution to corpus for CSR activities approved by the Board on the recommendation of the CSR Committee, but does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act.

The following contributions shall not be considered as CSR Expenditure;

- (i) Contributions of any amount, whether directly or indirectly, to any political party or any person associated with a political party;
- (ii) Amount spent, whether directly or indirectly, for the benefit of employees of the Company, its group companies and their families;
- (iii) Expenses incurred by the Company for the fulfilment of obligations under any act / statute or regulations (such as labour laws);
- (iv) Expenses incurred by the Company for one off events such as marathons / awards / charitable contribution / advertisement / sponsorships of TV programs etc.;
- (v) Expenses incurred by the Company for activities undertaken in pursuance of its normal course of business; and
- (vi) Other contributions / expenses not recognized under the Act / Rules.

However, any expenses including expenditure on administrative overheads incurred by the Company in building CSR capacities of their own personnel or of their CSR Partners shall be considered as CSR Expenditure provided up-till five percent of total CSR expenditure of the company in one financial year.

Any amount remaining unspent in any financial year, 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 to "Unspent CSR Account" opened by the Company with any scheduled Bank within a period of thirty days from the end of the financial year.

The Company will still be allowed to utilize the finds in the "Unspent CSR Account" 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 within a period of thirty days from the date of completion of the third financial year, transfer the same to a government funds specified in Schedule VII of the Act.

DISCLOSURE OF THE POLICY

The Policy recommended by the CSR Committee and approved by the Board shall be displayed on the Company's website at <https://ahsrcm.com/assets/AHSPL-CSR-Policy.pdf>. Further, the Company shall also disclose all relevant disclosures required to be made in the Board's Report of the Company pertaining to CSR including the details of the Policy, the CSR Committee, the CSR activities undertaken by the Company, the CSR expenditure during the relevant financial year and other information as may be required under law, Section 134, Section 135 and Schedule VII of the Act and the Rules and any other applicable laws.

MISCELLEANOUS

This Policy shall be updated from time to time by the Company in accordance with the amendments, if any, to the Act, the Rules and any other rules made there under or any other applicable enactment for the time being in force.

ANNEXURE A

APPROVED ACTIVITIES FOR CSR EXPENDITURE

- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- 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.
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, 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.
- 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 art and handicrafts;
- Measures for the benefit of armed forces veterans, war widows and their dependents;
- Training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports
- Contribution to the Prime Minister's National Relief 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;
- Contribution to incubators funded by Central Government or State Government or any agency or Public Sector Undertaking of Central Government or State Government, and contributions to public funded Universities, Indian Institute of Technology (IITs), National Laboratories and Autonomous Bodies (established under the auspices of Indian Council of Agricultural Research (ICAR), Indian Council of Medical Research (ICMR), Council of Scientific and Industrial Research (CSIR), Department of Atomic Energy (DAE), Defence Research and Development Organisation (DRDO), Department of Science and Technology (DST), Ministry of Electronics and Information Technology) engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).]
- Rural development projects
- Slum area development. (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.)
- Disaster management, including relief, rehabilitation and reconstruction activities.

ANNEXURE B

REPORTING FORMAT TO THE CSR COMMITTEE AND BOARD FOR DISCLOSURE IN THE BOARD'S REPORT

- A brief outline of the Company's CSR policy, including overview of the projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.
- The Composition of the CSR Committee
- Average net profit of the Company for last three financial years
- Prescribed CSR expenditure.
- Details of CSR spent during the financial year:
 - Total amount to be spent for next the financial year
 - Amount unspent, if any (with reasons)
 - Manner in which the amount spent during the financial year is detailed below

CSR Projects/Programs listed for implementation – As presented to the Board by the CSR team at the start of the FY

[Ref Section 135(3)(a) and (b)] (1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	Name/ Title of the CSR project or activity identified	Sector in which project is covered	Projects of programs (1) Local area or other (2) Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure up-to the reporting period	Amount spent: Direct or through implementing agency
Total							