



VFS Global Services Pvt. Ltd.
Corporate Social Responsibility
Policy

September 2022

Corporate Social Responsibility Policy – VFS Global Services Pvt. Ltd.

This manual contains the Corporate Social Responsibility Policy for VFS Global Services Pvt. Ltd. (VFS Global's Indian entity)

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Abbreviations

CSR Corporate Social Responsibility



Amendment Summary

Version No	Process	Section No.	Page No.	Reasons for revision	Rev.No.	Rev. Date
1	Original Issue	Full document		Original Issue	0	16.6.14
2	Amendment	4	7	Update	1	17.11.14
3	Amendment	Intro,4,5,7	2,7,8,9	Update	2	31.3.16
4	Amendment	7	9	Update	3	30.09.16
5	Amendment	4	7	Update	4	15.03.18
6	Amendment	4,5,12	7,8,12	Update	5	31.03.19
7	Amendment	4,5	7,8	Update	6	31.03.20
8	Amendment	4,8,11,12	7,10,12	Update	7	31.03.2021
9	Amendment			Update		01.10.2022

Purpose and Scope of this document

The purpose of this document is to define a policy for CSR for VFS Global Services Pvt. Ltd. (VFS Global's Indian entity). VFS Global Services Pvt. Ltd. is hereinafter referred to as the Company.

The document applies to all CSR programmes and activities conducted in India.

1. Preamble

Corporate Social Responsibility (CSR) refers to a business practice that involves participating in initiatives that benefit society. It covers the entire process by which an organisation approaches, defines and develops its relationships with stakeholders for the common good, and demonstrates its commitment in this regard by adoption of appropriate strategies and projects. Thus, CSR is not charity or mere donations but a way of going beyond business as usual, creating shared value and contributing to social and environmental good.

2. Policy objective

The objective of this CSR Policy is to set the guiding principles for managing the CSR function of the Company which includes conducting of CSR programmes, activities, setting up processes of due diligence, programme planning and implementation, monitoring, and reporting of the CSR activities.

3. Governance

The CSR Committee will be responsible for administering and executing the policy. As the Company's CSR activities evolve further, the policy may be revised on recommendation of the CSR Committee subject to the approval of the Board of Directors of the Company.

4. CSR Committee

A CSR Committee be constituted consisting of minimum two Directors. The Committee will meet as and when required complying with the Companies Act,2013. The following shall be the terms of reference of the Committee.

1. To formulate and recommend to the Board a CSR Policy which shall indicate the activities to be undertaken by the Company as specified in areas or subjects specified in Schedule VII of the Companies Act, 2013.
2. To recommend the amount of expenditure to be incurred on the activities mentioned in the policy.
3. Conduct due diligence of the implementation partner i.e. the trust, society or the company through which the CSR activities will be undertaken.
4. To monitor the CSR Policy from time to time.
5. Form and delegate authority to sub-committees when appropriate.
6. Report progress of various initiatives and make appropriate disclosures on periodic basis.
7. Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

Consistent with the above, the CSR Committee currently has the following members with effect from 1 October 2022:

Mrs. Vijayashree Ranganathan	Director
Mr. Rajesh Shetty	Director

5. CSR activities

The Company may undertake any one or more of the following activities, areas or subjects, as mentioned in Schedule VII of Companies Act, 2013 (as amended), approved by the CSR Committee and to be decided by the Board of Directors from time to time depending on the suitable opportunities available and need of the area concerned:

1. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.

2. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
3. Promoting gender equality, 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.
4. 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.
5. 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.
6. Measures for the benefit of armed forces veterans, war widows and their dependents.
7. Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports.
8. Contribution to the Prime Minister's National Relief 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.
9. Contributions 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 Biotechnology (DBT), 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).
10. Rural development projects.
11. Any other programme or project or activities or areas or subjects as amended from time to time which would be included in the Schedule VII of the Companies Act, 2013. (Collectively hereinafter referred to as "CSR Activities").
12. Disaster management, including relief, rehabilitation and reconstruction activities.

CSR activities to be undertaken in India only. The Company shall give preference to the local area(s) around which it operates, for spending amount earmarked for CSR activities.

6. CSR budget

The Company will spend at least two per cent of the average net profits of the Company made during the three immediately preceding financial years. It is also declared that the surplus arising out of the CSR activities of the Company will not form part of business profits of the Company.

7. Modalities of execution of CSR activities

The modalities of execution of CSR activities are detailed below:

1. The Board of a company may decide to undertake its CSR activities approved by the CSR Committee, through
 - (a) a company established under Section 8 of the Act or a registered trust or a registered society, established by the company either singly or along with any other company, or
 - (b) 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 any entity established under an Act of Parliament or State legislature:

Provided that if, the Board of a company decides to undertake its CSR activities through a company established under section 8 of the Act or a registered trust or a registered society, other than those specified in this sub-rule, such company or trust or society shall have an established track record of three years in undertaking similar programmes or projects; and the company has specified the projects or programs to be undertaken, the modalities of utilisation of funds of such projects and programmes and the monitoring and reporting mechanism”.

2. The Company may also collaborate with other companies for undertaking CSR projects or programmes or CSR activities in such a manner that the CSR Committee is in a position to report separately on such projects or programmes in accordance with the rules. The disbursement of funds will be either in one or more tranches or one-time payment depending on the nature and requirement of the project.
3. The CSR Activities shall not include any activity undertaken by the Company in pursuance of normal course of business of the Company.
4. The Company shall not make any payment directly or indirectly to Political Party (ies) for CSR Activities.

8. Implementation schedule

The Committee will meet as and when necessary to discuss about the CSR activities, projects or programmes which the Company would undertake.

9. Monitoring

The CSR Committee shall:

1. Constitute a transparent monitoring mechanism for implementation of CSR projects or programmes or activities undertaken by the Company; and
2. Monitor and if required, recommend modification in the CSR Policy of the Company from time to time.

10. Due Diligence

Due Diligence to be conducted on the following parameters :

1. Competence: Expertise and the number of years of experience in the chosen sector.
2. Identity: Is it an entity registered as a trust, society or Section 8 Company? Availability of all relevant registration documents as per requirements of the Companies Act.
3. Financial Capability: Availability of documents like audited Financial Statements, Status of 80G Registration and so on.

After the selection of the implementation agency, the Memorandum of Understanding giving the details of the outputs and outcome, approach, key parameters to be reported and monitored, scope of change in management procedures, audit requirements, release of payments, etc. need to be signed.

MANDATORY CHECKS OF THE THREE CHOICES FOR LEGAL ENTITY (TRUST/SOCIETY/COMPANY)

<u>DIFFERENTIAL FACTORS</u>	<u>TRUST</u>	<u>SOCIETY</u>	<u>SECTION8 COMPANY</u>
BASIC DOCUMENT	Trust deed which contains objects of the trust (bye-law)	Memorandum of association Articles of association with rules and regulations	Memorandum of association Articles of Association

JURISDICTION	Deputy registrar or charity commissioner	Registrar of Societies	Registrar of Companies
LEGISLATION / STATUTE	Relevant state trust act	Societies Registration Act 1860	Companies Act 2013
REQUIRED MEMBERS	Minimum = 2, maximum = no limit	Minimum = 7, maximum = no limit	Minimum = 7, maximum = no limit
REGISTRATION	As trust with the registrar	As society with society registrar	As per Companies Act under Section 8
MANAGEMENT BOARD	Trustees	Governing body	Board of directors and management committee
TRACK RECORD, IF NOT ESTABLISHED BY THE COMPANY	Established track record of 3 years in undertaking similar programmes or projects	Established track record of 3 years in undertaking similar programmes or projects	Established track record of 3 years in undertaking similar programmes or projects

11. Reporting

The Board of Directors Report of the Company shall include an Annual Report on CSR containing particulars specified and in compliance with the Companies Act, 2013. The Annual Report on CSR activities may include the following particulars and other details to comply with the Act.

1. A brief outline of the company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.
2. The Composition of the CSR Committee.
3. Average net profit of the company for last three financial years.
4. Prescribed CSR Expenditure
5. Details of CSR spent during the financial year:
 - (a) Total amount to be spent for the financial year
 - (b) Amount unspent, if any
 - (c) Manner in which the amount spent during the financial year
6. In case the Company has failed to spend the two per cent, of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

12. Display of CSR activities on the website

The CSR policy of the Company will be hosted on the official website of the Company. Our Corporate Social Responsibility policy conforms to the provisions of the Companies Act, 2013, and rules framed thereunder.

Annexure-1

The officials of the Company who will be permanent invitees to the meetings of the CSR Committee, and they shall form a part of the CSR Team is mentioned in Annexure-1.

Ms. Sukanya Chakraborty	Chief Communications Officer
Ms. Arnaz Kotwal	Head - Legal and Compliance
Mr. Atul Arora	Head - Corporate Controlling