

JAYPEE
INFRA TECH LTD.

**Corporate Social
Responsibility
Policy**



1. Introduction

While Jaypee Infratech Limited ("the Company") strives to achieve its business objectives, it has never lost sight of its commitment to play its role as an enlightened corporate citizen so as to achieve maximum social good. Corporate Social Responsibility has always been on its agenda. The concept of Corporate Social Responsibility has gained prominence from all avenues and is now even a statutory requirement for certain companies after the new Companies Act, 2013 has come into force. Pursuant to Section 135 of the Companies Act, 2013, and Companies (Corporate Social Responsibility Policy) Rules, 2014 the Company has constituted Corporate Social Responsibility Committee ('CSR Committee') and requested the CSR Committee to formulate and recommend a CSR Policy.

The CSR Committee so constituted formulated this Policy on Corporate Social Responsibility (CSR Policy) and recommended the same to the Board of Directors of the Company ('Board') for its approval. The Board has approved and adopted this CSR Policy with immediate effect.

1.1 CSR Vision

We at Jaypee Infratech Limited, strongly believe in the concept of a better quality of life for everyone, now and for generations to come, whilst achieving a stable economic development. Our vision is a world in which we contribute to provide basic requirements of people such as education, health care, sanitation etc. in an environmentally, socially and economically sustainable way. We believe, as a responsible corporate citizen, it is our duty to ensure that the benefits of our growth are not just shared by the stakeholders of our organisation but also by the local communities in which we operate.

1.2 Objectives of the Policy

This Policy shall be read in line with Section 135 of the Companies Act, 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014 and such other rules, regulations, circulars, and notifications (collectively referred hereinafter as 'Regulations') as may be applicable and as amended from time to time and will, inter-alia,

provide for the following:

- Commitment to continue work for social good through activities conducted to enhance social benefit.
- Establishing a guideline for compliance with the provisions of Regulations to dedicate a percentage of Company's profits for social projects.
- Ensuring the implementation of CSR initiatives in letter and spirit through appropriate procedures and reporting.
- Creating opportunities for employees to participate in socially responsible initiatives.

1.3 Definitions

In this Policy unless the context otherwise requires:

- (a) 'Act' means Companies Act, 2013;
- (b) 'Corporate Social Responsibility' means Corporate Social Responsibility (CSR) as defined in Section 135 of the Companies Act 2013 and Companies (Corporate Social Responsibility Policy) Rules 2014 (CSR Rules);
- (c) 'Ministry' means the Ministry of Corporate Affairs
- (d) 'Net Profit' means net profit as defined in Section 135 of the Act 2013 and Companies Corporate Social Responsibility Policy) Rules 2014, as set out below:

Net Profit as per financial statements 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;
- (e) Words and expressions used in this CSR Policy and not defined herein but defined in the Act shall have the meaning respectively assigned to them in the Act.

1.4 The Geographic reach

The Company will give preference to conduct CSR activities in the National Capital Region, Uttar Pradesh and such other State(s) in India wherein the Company/ Jaypee Group has/will have its operations. However, the CSR Committee as per point 2 below, may identify such areas other than those stated above, as it may deem fit, and recommend it to the Board of the Company for undertaking CSR activities.

1.5 Annual spends/Allocation of Funds

The Company would spend not less than 2% of the average Net Profits of the Company, calculated in accordance with the Section 198 of the Companies Act, 2013, made during the three immediately preceding financial years.

The Company may build CSR capacities of its personnel and/or those of its implementing agencies through Institutions with established track records of at least three financial years but such expenditure shall not exceed five percent of total CSR expenditure of the Company in one financial year.

Any surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the Company.

2. CSR Committee

The CSR Committee consists of three Directors, out of which at least one Director is an Independent Director, if required to be appointed under the Companies Act, 2013.

Committee Members

Sl. No	Name	Chairman/Member
1	Shri Anand Bordia	Chairman
2	Shri Sunil Kumar Sharma	Member
3	Smt Rekha Dixit	Member

3. CSR Activities under Companies Act, 2013

The Policy recognises that Corporate Social Responsibility is not merely compliance; it is a commitment to work for social good through such activities as would enhance the social good in accordance with one or more of the following focus areas as notified under Section 135 of the Companies Act 2013 and Companies (Corporate Social Responsibility Policy) Rules 2014:

- i. Promoting healthcare, including preventive healthcare;
- ii. Eradicating hunger, poverty & malnutrition, promoting 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;
- iii. Promoting education, including special education & employment enhancing vocation skills especially among children, women, elderly & the differently abled & livelihood enhancement projects;
- iv. Promoting gender equality, empowering women, setting up homes & hostels for women & orphans, setting up old age homes, day care centres & such other facilities for senior citizens & measures for reducing inequalities faced by socially & economically backward groups;
- v. Reducing child mortality and improving maternal health by providing good hospital facilities and low cost medicines;
- vi. Providing with hospital and dispensary facilities with more focus on clean and good sanitation so as to combat human immune deficiency virus, acquired immune deficiency syndrome, malaria and other diseases;
- vii. Ensuring environmental sustainability, ecological balance, protection of flora & 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;
- viii. Employment enhancing vocational skills;
- ix. Protection of national heritage, art & culture including restoration of buildings & sites of historical importance & works of art; setting up public libraries; promotion & development of traditional arts & handicrafts;
- x. Measures for the benefit of armed forces veterans, war widows & their dependents;
- xi. Training to promote rural sports, nationally recognised sports, paralympic sports & olympic sports;

- xii. Contribution to the Prime Minister' 's National Relief Fund or any other fund set up by the Central Government for socio-economic development & relief & welfare of the scheduled castes, scheduled tribes, other backward classes, minorities & women;
- xiii. Contributions or funds provided to technology incubators located within academic institutions, which are approved by the Central Government;
- xiv. Rural development projects, including slum area development;
- xv. Such other activities within the purview of Schedule VII of the Act as the CSR Committee deems fit.

CSR activities shall be undertaken as projects, programs of activities (either new or ongoing) excluding activities undertaken in pursuance of the normal course of business of the Company.

The Company may undertake in India, either new or ongoing, any one or more of the projects or programs or activities' (hereinafter referred to as 'Activities'), as may be decided by the CSR Committee from time to time.

4. Planning, implementation & monitoring

After the Activities are approved by the CSR Committee, the Board may decide to undertake the Activities either by itself or through a registered trust or a registered society or a company established by the Company, or its holding or subsidiary or associate company under Section 8 of the Act or otherwise:

Provided that-

- (i) if it is decided to undertake the Activities through a trust, society or company which is not established by the Company or its holding or subsidiary or associate company, it shall have an established track record of three years in undertaking similar programs or projects;
- (ii) the Company has specified the project or programs to be undertaken through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism.
- (iii) 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 the respective companies are in a position to report separately on such projects or programme in accordance with CSR Rules framed/amended from time to time, under the Companies Act, 2013.

In order to achieve the objective of maximum social good, the CSR Committee of the Company may ask the trust/society/company selected by it to act as a Nodal Agency to:

- i. Select appropriate activities falling within the purview of the respective CSR Policy of the Company for implementation and the same will be deemed to be CSR activity of respective Company;
- ii. Maintain separate accounts for Company's CSR activities and also a separate account for all other donations.
- iii. Receive contributions from the Company and depositing the same in specific bank accounts earmarked for this purpose;
- iv. Keep the CSR Committee of the Company informed about the progress/ experience/ constraints etc. in implementation of their particular Activities from time to time;
- v. Be available to the CSR Committee as may be required by the CSR Committee of the Company for any discussion/ reviews/ clarification regarding the Activities and related matters from time to time;
- vi. Get its Books of Accounts audited in respect of the Activities on behalf of the Company and submit the same periodically to the CSR Committee of the Company; and
- vii. The Nodal Agency shall regularly submit reports regarding the progress in implementation of CSR Activities and utilization of CSR contributions to the CSR Committee of the Company in the format and details as maybe specified by the CSR Committee of the Company.

5. Reporting in Annual Report

- i. Annual Report on CSR activities shall be included in the Board's Report as per the formats notified in the Act.
- ii. Additionally, the CSR Policy of the Company along with a report on its CSR activities shall be made available on the Company's website, if any
- iii. If the Company fails to spend the required amount on CSR Activity, the Board shall, in its report made under Section 134(3)(o) of the Companies Act, 2013, specify the reasons for not spending the amount.