

## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

This Corporate Social Responsibility (hereinafter referred to as 'CSR') Policy is framed in terms of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as 'the CSR Rules'), as amended from time to time.

### **Philosophy**

The Company recognises the importance of diverse societal resources in creating enduring experiences and sustainable value for all its stakeholders. The Company will explore opportunities and identify avenues for deep social impact by strategically consolidating its CSR activities to focus on relevant social and environmental problems. The Company will discharge its responsibility by undertaking CSR activities in areas or subjects which are independent of the normal conduct of the Company's business and are aligned to the activities listed in Schedule VII read with Section 135 of the Act and the CSR Rules.

Programmes, projects and activities (hereinafter collectively referred to as 'CSR Programmes') carried out in this regard are the subject matter of this Policy.

### **CSR Policy**

This CSR Policy intends to direct the Company to undertake its CSR Programmes, inter alia, towards achieving one or more of the following – hunger and poverty alleviation; promoting healthcare including preventive healthcare; providing sanitation and drinking water; ensuring environmental sustainability, ecological balance, protection of flora and fauna; empowerment of women; promoting education and skill development; rural development projects; slum area development; creating livelihoods for people, especially those from disadvantaged sections of society; conservation of natural resources; protection of national heritage, art and culture; preserving and promoting sports; and providing relief & assistance to victims of disasters and calamities.

In addition to the aforesaid key thrust areas, the Company is also committed towards the activities outlined in Schedule VII to the Act (as amended from time to time), which the CSR Committee and the Board of Directors may consider and approve as a part of the Company's CSR Plan.

In pursuit of the above, the Company has broadly identified the following focus areas for its CSR Programmes:

- Create sustainable livelihoods and alleviate poverty inter alia through livestock development, women empowerment and conservation of environment;
- Provide education, vocational training, sanitation & hygiene and safe drinking water;
- Promote healthcare, including preventive healthcare & nutrition to at-risk population.
- Protect, preserve and promote national heritage, art & culture, music and sports; and
- Provide relief and assistance to victims of disasters and calamities.

### **Implementation**

The Company's CSR Programmes will be implemented (i) directly by the Company, or (ii) through a registered public trust or a registered society or a company incorporated under Section 8 of the Act, having track record of at least three years in undertaking CSR Programmes, or (iii) through trusts, societies and / or company incorporated under Section 8 of the Act that may be established by the Company, either singly or along with any other company, from time to time, or (iv) through other eligible implementing agencies.

The Company may also collaborate with other companies for undertaking CSR Programmes in such a manner that the respective companies are in a position to report separately on the CSR Programmes being undertaken.

In case CSR Programmes are undertaken through eligible implementing agencies, same will be separately specified, and it will be ensured that such programmes are covered in the Objects laid down in the constitutional documents of such agencies.

### **Governance**

1. Every financial year, the CSR Committee will place for the approval of the Board of Directors of the Company (hereinafter referred to as 'the Board'), an Annual CSR Action Plan (hereinafter referred to as 'Annual CSR Plan') delineating the CSR Programmes to be carried out during the financial year including the details, benefit the budgets thereof, their manner of execution, implementation schedules, modalities of utilisation of funds, monitoring & reporting mechanism and other matters which are required under applicable law, in respect of CSR Programmes . The Board will consider and approve the Annual CSR Plan with such modification that may be deemed necessary; the

Annual CSR Plan may also be modified by the Board during the financial year, on the recommendation of the CSR Committee.

While recommending / approving the Annual CSR Plan, the CSR Committee and the Board shall consider the following:

- Efficient and effective utilisation of the amount of corpus set aside for CSR in the manner that it yields maximum benefit to the society.
  - Interest of the nation and public at large.
  - Preference to be given to areas around the Company's offices / operations.
2. The CSR Committee shall assign Annual CSR Plan as approved by the Board of the Company, to the Corporate Management Committee (hereinafter referred to as 'CMC') for its execution.
  3. The CMC may further assign the task of administering the implementation of the Annual CSR Plan within specified budgets and timeframes to such persons or bodies as it may deem fit.
  4. The persons or bodies as stated in (3) above will keep the CMC apprised on the status of the implementation of the CSR Programmes, at appropriate intervals.
  5. The CMC will review the status as stated under (4) above and issue directions as may be necessary, to ensure orderly and efficient execution of the CSR Programmes in accordance with this Policy.
  6. The CMC will provide an annual reportback to the CSR Committee or at such intervals as CSR Committee may direct, on the progress of implementation of the approved CSR Programmes carried out during the year.

The aforesaid reportback shall include the following:

- summary of the CSR Programmes highlighting their impact and outcome against the goals and objectives;
- in case of ongoing CSR Programmes (having time schedule of three years or more), progress of their implementation with reference to approved timelines and year-wise allocation; and
- confirmation from the Chief Financial Officer that the funds disbursed for the CSR Programmes are being utilised for the stated purpose and in the specified manner.

7. The CSR Committee will review the reportback stated under (6) above and update the implementation status of the CSR Programmes to the Board.
8. After the closure of every financial year, the CSR Committee will consider an Annual Report on CSR Programmes and recommend the same for the approval of the Board. The said Report will be disclosed as part of the Report of the Board of Directors & Management Discussion and Analysis of the Company (hereinafter referred to as the 'Board's Report').

#### **CSR Expenditure**

1. It will be the Company's endeavour to spend in every financial year, at least two percent of its average net profits made during the three immediately preceding financial years (or such other limit as may be prescribed under the Act), on CSR Programmes in pursuance of this Policy.
2. The CSR expenditure will include all expenditure, direct and indirect, incurred by the Company on CSR Programmes undertaken in accordance with the approved Annual CSR Plan. The administrative overheads for the financial year shall not at any given point of time exceed five percent of total CSR expenditure of the Company for that year or such other limit as may be prescribed under the Act and the CSR Rules.
3. Surplus, if any, arising out of the CSR Programmes shall not form part of the business profit of the Company and shall be ploughed back into the same CSR Programme within six months from the end of the relevant financial year. Accordingly, any income arising from CSR Programmes will be netted off from the CSR expenditure and such net amount will be reported as CSR expenditure.
4. If CSR expenditure in a financial year exceeds the statutory limit, such excess may be set-off against CSR expenditure for the immediate succeeding three financial years with the approval of the Board, on the recommendation of the CSR Committee.

This Policy will be posted on the Company's website [www.internationaltravelhouse.in](http://www.internationaltravelhouse.in) and web link thereto will be disclosed in the Board's Report of the Company.

In the event where the terms of this Policy differ from any existing or newly enacted law, rule, regulation or standard governing the CSR provisions applicable to the Company ('applicable law'), the

applicable law will take precedence over this Policy until such time as this Policy is changed to conform to the applicable law.

This Policy will be reviewed by the Board, on the recommendation of the CSR Committee, as and when deemed necessary.