Policy Title: Corporate Social Responsibility		
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Department.: Human Resource	Effective Date: 01 Aug 2021	Last Review Date: 27 Jul 2021 Next Review Date: 27 Jul 2023

1.0 Preface

In terms of the provisions of section 135 of the Companies Act, 2013 and rules made thereon as amended from time to time and in pursuance of the Company's policy for good Corporate Governance Compliance and disclosure this policy on the CSR adopted by company.

2.0 Objective

Corporate Social Responsibility is a way of conducting business which enables creation and distribution of wealth for the betterment of local populace, its stakeholders and society at large, through implementation and integration of ethical systems and sustainable management practices. It is actively contribute to the social and economic development of the communities in which we operate. In so doing build a better, sustainable way of life for the weaker sections of society and raise the country's human development index.

3.0 Definitions

a. "Veeda" Means Veeda Clinical Research Ltd. or Veeda.
b. "Corporate Social Responsibility Committee" means the Committee of the Board constituted by the Board of Directors of "Veeda" in accordance with provisions of Section 135 of the Companies Act 2013 and rules made thereon.
c. "Board" means Board of Directors of Veeda
d. "Corporate Social Responsibility (CSR)" means and includes but is not limited to (i) Projects or programs relating to activities, areas or subjects specified in Schedule VII to the Act or (ii) Projects or programs relating to activities, areas or subjects undertaken by the board of directors of company (board) in pursuance of recommendations of the CSR Committee of the Board as per declared CSR Policy of the Company subject to the condition that such policy will include activities, areas or subjects enumerated in Schedule VII of the Act.
e. "CSR Policy" related to the activities, areas or subjects to be undertaken by the company as specified in Schedule VII to the Companies Act 2013 and the expenditure thereon, excluding activities, areas or subjects undertaken in pursuance of normal course of business of the company.
f. "Net Profit: means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following namely,

- 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:

Provided that net profit in respect of a financial year for which the relevant financial statements were prepared in accordance with the provisions of the Companies Act, 1956, (1 of 1956) shall not be required to be re-calculated in accordance with the provisions of the Act:
Provided further that in case of a foreign company covered under these rules, net profit means the net profit of such company as per profit and loss account prepared in terms of clause (a) of sub section (1) of section 381 read with section 198 of the Act.

4.0 Interpretation

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013 as amended from time to time.

5.0 Constitution

Sr. No.	Name	Category	Designation in Committee
1	Ms. Aparajita Jethy Ahuja	Nominee Director	Chairman
2	Mr. Apurva Shah	Director	Member
3	Mr. Kiran Marthak	Director	Member
4	Ms. Kavita Singh	Independent Director	Member
5	Mr. Nirmal Bhatia	Group CFO and CS	Invitee

Membership:

- The CSR Committee refers to the Committee shall Consist of Four members along with Chairperson.
- All members should be from Board of Directors.
- The term of the office of the member of the Committee shall not exceed his or her term of office as a Director.
- The board of director of the Company can at any moment revoke a member's membership to the committee.

- The Committee shall ensure that the Board and senior management are provided with sufficient information to ensure informed decision making.

Chairperson

- Any Directors can be appointed as Chairperson.
- Appointment of Chairperson will be done by Members of Committee.

If Chairperson is absent then members of the Committee present at the meeting shall choose one of the other members of the Committee to Chair that particular meeting.

6.0 CSR Activity

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 a State legislature:

Provided that

- if such trust, society or company 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;
- The company has specified the project or programs to be undertaking through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism.
- A company may also collaborate with other companies for undertaking projects or programs or CSR activities in such a manner that the CSR committees of respective companies are in a position to report separately on such projects or programs in accordance with the Rules of Companies Act 2013.
- Subject to the Provision of Sub-section (5) of section 135 of the Companies Act, the CSR projects or programs or activities undertaken in India only shall amount to CSR expenditure.

- The CSR projects or programs or activities that benefit only the employees of the company and their families shall not be considered as CSR activities in accordance with section 135 of the Act.
- Companies may build CSR capacities of their own personnel as well as those of their Implementing agencies through Institutions with established track records of at least three financial years but such expenditure including expenditure on administrative overheads, shall not exceed five percent of total CSR expenditure of the company in one financial year.
- Contribution of any amount directly or indirectly to any political party under section 182 of the Act, shall not be considered as CSR activity.

7.0 Duties of Committee

The responsibility of the Committee shall, inter-alia, include the following, namely
(a) Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities, areas or subjects to be undertaken by the company as specified in Schedule VII (list of activities are mentioned in annexure A of this policy);
(b) Recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
(c) Monitor the Corporate Social Responsibility Policy of the Company from time to time;
(d) Ensure that it does not include the activities undertaken in pursuance of normal course of business of a Company; and
(e) Ensure that the surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of Company.

The Board of Veeda referred to in Clause 3 shall:

- after taking into account the recommendations made by the Corporate Social Responsibility Committee, approve the Corporate Social Responsibility Policy for the Company and disclose contents of such Policy in its report and also place it on the Company's website, if any, in such manner as may be prescribed;
- Ensure that the activities as are included in Corporate Social Responsibility Policy of the Company are undertaken by the Company; and
- Ensure that the company spends, in every financial year, at least two percent of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy.

8.0 CSR Expenditure

CSR expenditure shall include all expenditure including contribution to corpus, the projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but does not include any expenditure on any item not in conformity or not in line with activities, areas or subjects which fall within the purview of Schedule VII of the Companies Act 2013.

9.0 Frequency of Meetings

The Chairman will call a meeting of the Committee if so requested by any member of the Committee.

As a minimum, the Committee shall meet once per year.

10.0 Reporting

Proceedings of all meetings shall be signed by the Chairman or the Chair of the Committee. Minutes of all Committee meetings will be provided to the subsequent Board and Committee meeting.

The Board's report of the company under sub-section (3) of section 134 shall disclose the composition of the Corporate Social Responsibility Committee along with CSR activity undertaken by company with spending of amount as per Annexure mentioned under the Rules as Annual report on CSR.

11.0 Review of Charter

This charter is to be reviewed by the Board to ensure it remains consistent with Board's objectives and responsibilities for CSR.

12.0 Publication of Charter

A copy of this charter is to be made available to shareholders of Company upon request.

13.0 Amendment

The Company reserves its rights to amend or modify this policy in whole or in part, at any time without assigning any reason whatsoever.

Annexure A

Activities which may be included by Company in its Corporate Social Responsibility Policy Activities relating to:

(i) Eradicating extreme hunger and poverty; 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;

(ii) Promotion of education including required necessary items i.e. Donation to Uniforms, Note Books, School Bags, Water Bottle, Blanket, Pillow, Compass to Municipal School; promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;

(iii) Promoting gender equality and empowering women; 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;

(iv) Reducing child mortality and improving maternal health;

(v) Combating human immunodeficiency virus, acquired immune deficiency syndrome, malaria and other diseases;

(vi) Rain Water Harvesting Projects / Water Management Program;

(vii) Medical camps i.e. Blood Donation camp, AIDS and Cancer Awareness / Detection Programs, HIV Detection Camp;

(viii) To help and motivate to the weaker section of the society;

(ix) Any other community services which benefits large number of people;

(x) Help to the community during the flood, earthquake etc.;

(xi) Ensuring environmental sustainability; 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;

(xii) 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;

(xiii) Employment enhancing vocational skills; training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports;

(xiv) measures for the benefit of armed forces veterans, war widows and their dependents;

(xv) Social business projects;

(xvi) Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for socio-economic development and relief and funds for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;

(xvii) Contributions or funds provided to technology incubators located within academic institutions which are approved by the central govt.;

(xviii) Rural development projects and slum area development; and

(xix) Such other matters as may be prescribed by the Central Government via notifications, clarifications or circulars on time to time basis.