

VILAS TRANSCORE LIMITED

**CORPORATE SOCIAL RESPONSIBILITY
(CSR) POLICY**

1. PREAMBLE

VILAS TRANSCORE LIMITED seeks to be a good corporate citizen in all aspects of its operations and activities. It is the Company's intent to make a positive difference to society. It recognizes that it cannot do it all; so that if there are choices to be made, prioritization will be towards doing fewer projects with greater impact and focusing initiatives on communities in which the Company lives and operates.

2. VISION AND COMMITMENT

Our vision is to drive 'holistic empowerment' of the community through implementation of sustainable initiative which will have maximum societal impact by identifying the critical needs and gaps.

We shall remain committed to the following operating principles –

- Conducting business in a socially responsible and ethical manner;
- Protecting the environment and the safety of people;
- Supporting human rights;and
- Engaging, learning from, respecting and supporting the local communities and cultures with which we work.

3. PHILOSOPHY AND APPROACH

The company proposes to create a social impact through 'hands on' execution of the social initiatives, directly and/ or through partnerships with individuals, institutions, NGOs and local Government bodies etc. for the purpose of accessing expertise/ enhancing resources.

4. CSR OBJECTIVES

The company may carry out any one or more of the CSR activities, notified under the section 135 of the Companies Act 2013 and rules made there under and as amended from time to time, inter-alia the following:

1. To fight against hunger, poverty and malnutrition
2. To promote health care including rehabilitation health
3. To promoter education and enhance vocational skills especially among children, women and differently-abled persons
4. To facilitate rural development and slum area development.

However, the CSR Committee shall have authority to decide to carry out any other CSR activities within the purview of permissible activities under the Act from time to time.

5. CSR COMMITTEE

The Company's CSR governance structure will be headed at the Board level CSR Committee that will be responsible for CSR activities/ project undertaken. The Committee will report to the Board of Directors of the Company. The CSR Committee shall comprise of at least three directors, one of whom shall be independent director. The Board shall be empowered to modify the composition of CSR Committee, provided that there shall always be at least one independent director as part of CSR Committee or such other composition as may be prescribed from time to time.

6. RESPONSIBILITIES OF CSR COMMITTEE

The CSR committee shall be mainly responsible to;

- Formulate CSR policy, inter-alia in compliance with the section 135 of the Companies Act, 2013 and schedule VII thereof and the Companies Corporate Social Responsibility Policy) Rules 2014.
- Identify and recommend to the Board, from time to time, the activities/ projects in line with such CSR policy and seek its approval for expenditure thereon, from the Board of Directors of the Company.
- Put and institute the transparent monitoring mechanism to review the implementation status of each activities/project.
- Recommend to the Board, modifications to the CSR policy as and when required.
- Formulate a CSR Management Committee, if required to monitor the approved CSR activities, spending thereon from time to time with a robust and transparent governance structure to oversee the implementation of CSR Policy.

7. CSR BUDGET

The total budget for the CSR activities/ projects will be recommended by the CSR Committee and shall be approved by the Board of Directors of the Company.

The expenditure to be incurred on CSR activities/ project during a financial year shall not be less than 2% of the average net profit (calculated in accordance with provisions of section 198 of the Companies Act, 2013) during three immediate preceding financial years of the Company.

The Company may allocate funds towards the building of CSR capacities within the Company as well as of the agencies selected to carry out such activities, provided that such spending shall not exceed 5% of the total amount available towards CSR spending in any financial year.
