



Corporate Social Responsibility (CSR) Policy

Ecom Express Private Limited

Objective :

As responsible corporate citizen, Ecom Express Private Limited (referred to as the “Company”) strives to improve the quality of life for the community by engaging relevant stakeholders through financial contributions, in-kind donations and volunteerism. Our Corporate Social Responsibility (“CSR”) objective is to empower communities thereby fostering inclusive growth and by supporting initiatives focused on enhancing opportunities.

Applicability :

The CSR Policy has been drafted in line with the Companies (Corporate Social Responsibility Policy) Rules, 2014 issued by the Ministry of Corporate Affairs, Government of India under Section 135 of the Companies Act, 2013 (“Act”). The CSR Policy shall apply to all projects/ programs undertaken by the Company in compliance with Schedule VII of the Act. This CSR Policy has been approved by the Board and adopted by the Company in its Board meeting held on 22.05.2020.

This Policy shall serve as a guiding document to help identify, execute, and monitor CSR projects in a timely manner.

CSR Committee :

Pursuant to the provision of the Companies Act, 2013 and amendments, if any, made thereafter, every company having a net worth of Rs. 500 crore or more or turnover of Rs. 1,000 crore or more or a net profit of Rs. 5 crore or more during the immediately preceding Financial Year shall constitute a Corporate Social Responsibility Committee (CSR) consisting of at least three or more Directors out of which at least one Director shall be an Independent Director.

And, in the preceding Financial Year 2019-20, the turnover of the Company exceeded Rs. 1,000 Crores and hence, the Board approved the constitution of the CSR Committee in its Board Meeting held on 22.05.2020 as contemplated under the provisions of the law.

The CSR Committee comprises of the following members:

1. Mr. Kotla Satyanarayana – Co-Founder & Director (Ecom)
2. Mr. Himanshu Nema- Non- Executive Director (Eaglebay)
3. Mr. Rohit Anand – Non-Executive Director (CDC)
4. Mr. Rajiv Kapoor – Non-Executive Director

Responsibilities of the Committee:

- a) Formulate, modify and or update the CSR Policy, approved by the Board, as and when required.
- b) Recommend the CSR expenditure to the Board for approval.
- c) Approve the entity/organization/agency to undertake the project/program on behalf of the Company, when it is necessary to do so.
- d) Disclose the contents of the CSR Policy on in its report and ensure its placement on the Company’s website in such a manner as prescribed under section 135 of the Act read with CSR Rules; and
- e) Monitor the CSR activities.

Ms. Himani Goel, Company Secretary of the Company, as the Committee's Compliance Partner, to ensure the Company's adherence to the terms of the regulations in accordance with the Act.

The Board level Committee to meet initially at least twice a year to review the implementation of CSR projects/ programs and give suitable direction.

Governance Structure :

The Company has also constituted a CSR Governance/Management Committee comprising of internal members for the implementation and execution of the CSR initiatives timely, as adopted by the Company in accordance with the provisions of the Act.

The list of Governance/Management Committee members provided as Annexure I.

The Governance/Management Committee:

- a) shall report to the Internal Management.
- b) receive request of funding of the projects throughout the year and they will evaluate all such projects and present it to the committee for approval, allocation of funds, etc.
- c) spread awareness about the approved Policy and place it on the Company's website.
- d) recommend an entity/organization/agency, whenever necessary, to undertake the project on behalf of the Company.
- e) monitor the projects and report to the committee regularly.

Budget :

Pursuant to the provisions of the Act, every company is required to spend in every Financial Year, at least two percent of the average net profits of the Company made during the three immediately preceding Financial Years (Net profit is to be calculated in accordance with the provisions of Section 198 of the Act).

- a) The total budget for the CSR projects will be decided by the CSR Committee for every Financial Year.
- b) The Board to ensure that minimum of 2% of average net profit of the last 3 years is spent on CSR initiatives undertaken by the Company.
- c) All expenses towards the programs to be diligently documented.
- d) In case at least 2% of average net profit of the last 3 years is not spent in a financial year, reasons for the same to be specified in the CSR report.
- e) Any surplus generated out of the CSR activities not to be added to the normal business profits of the Company. The unspent CSR amount in a particular year would not lapse. It would instead be carried forward to the next year to spend on CSR activities only.

Focus Areas :

The Company proposes to spend in areas/ subjects as contemplated under Schedule VII of the Act, mentioned below:

- 1) Eradicating hunger, poverty and malnutrition, promoting health care, including preventive health care and 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 centres 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, agro forestry, conservation of natural resources and maintaining quality of soil, air and water.
- 5) Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art, setting up of public libraries, promotion and development of traditional arts and handicrafts.
- 6) Measures for the benefit of armed forces veterans, war widows and their dependants.
- 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 or the State Governments for socio-economic development and for relief in specific or otherwise and relief and funds for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- 9) Contribution or funds provided to technology incubators located within academic institutions which are approved by the Central Government.
- 10) Rural Development Projects; and
- 11) Slum Development.

Implementation Process :

- CSR programme shall be undertaken by the Company either directly or through such other entity/organization/agency as approved by the CSR Committee with the defined focus areas.
- The time period/duration over which a particular programme will be spread, will depend upon its nature, extent of coverage and intended impact of the programme.
- The Company may enter into partnership with charity partners, non-government organizations and other communities to implement its CSR policy, whenever necessary.
- The Company may use the services of expert agencies or consultants, wherever required for carrying out the CSR policy.

Volunteering :

The Company will encourage and enable employees and other relevant stakeholders to participate in the projects carried out by the Company time to time, through Employee Volunteering Programmes (EVP). The Company will recognize the efforts of employees put up in the implementation of CSR activities.

Monitoring and Reporting :

The CSR Committee will report to the Board, from time to time the status of the CSR projects/ activities undertaken by it along with the report on the impact created by such projects/ activities.

A yearly report on CSR activities and its spending will be included in Company's Annual Report.

Norms to be followed for contributions :

All charitable contributions must adhere to the Company's Anti-bribery and Corruption Policy and this CSR Policy.

All charitable donations or contributions, primarily monetary and large non-monetary donations during emergency situations, must be approved in accordance with the CSR Policy and other guidelines followed by the Company.

Eligible Organizations :

The Company will consider charitable organizations that meet the following eligibility criteria (as amended and adopted by the Company from time to time) for its CSR activities:

- Charitable contributions must benefit vulnerable/disadvantaged communities in the Company's operational areas (present or prospective);
- Potential grantees should be charitable organizations with existing programs that benefit communities; and
- Grantees/donees can also be government schools with children from less privileged communities.

General :

In case of any ambiguity or clarification with regards to any provision of this CSR Policy and in respect of any matters not covered herein, a reference may be made to the CSR Committee. In all such matters, the interpretation and decision of the Committee shall be final and binding.

The provisions of the CSR Policy would be subjected to revision, amendment and upgrade in accordance with the guidelines on the subject as may be issued by Government, from time to time, and the CSR Committee is authorised to amend it suitably as deemed necessary.

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