

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

IndusInd Nippon Life Insurance Company Limited (formerly Reliance Nippon Life Insurance Company Limited)

1. Name of the Policy:

This policy may be called “IndusInd Nippon Life Insurance – CSR Policy” (hereinafter referred to as “Policy” or “CSR Policy”).

2. Objective of the Policy:

3. The objective of the policy is to foster and promote the social welfare and thereby adding value to the society. The purpose of the policy is to undertake activities in areas or subject, specified in Schedule VII of The Companies Act, 2013 (CA 2013)

4. Definitions:

- i. “Act” means The Companies Act, 2013;
- ii. “CSR Rules” means The Companies (Corporate Social Responsibility) Rules, 2014 and the amendments thereto;
- iii. “Beneficiary”, includes the class of general public, for the welfare of which the CSR activities shall be undertaken. The term excludes the employees and their family members, exclusively for whom CSR activity is undertaken.
- iv. "Board" means the Board of Directors of the Company;
- v. “The Committee” means Board Corporate Social Responsibility Committee;
- vi. "Company" shall mean IndusInd Nippon Life Insurance Company Limited, being a company incorporated and registered under the Companies Act, 2013 (erstwhile Companies Act, 1956) and having its Registered Office and Corporate Office at Unit No.401B, 402,403 & 404,4th Floor, Inspire-BKC G Block, BKC Main Road, BKC, Bandra East, Mumbai City MH 400051;
- vii. “CSR Activity(ies)” shall mean the activities carried - out by the Company in areas or subjects for the benefit of the society in general, with a view to promote the objectives of

this policy and shall not include:

- a. Activities undertaken in '*Normal Course of Business*';
 - b. any activity undertaken by the company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;
 - c. Contribution of amount directly / indirectly to any political party under Section 182 of the Act
 - d. activities benefitting employees of the company as defined in clause (k) of section 2 of the Code on Wages, 2019
 - e. activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services;
 - f. One-off events: Marathons / awards / charitable contributions / advertisement / sponsorship of TV programs etc
 - g. Expenses by companies for fulfillment of any Act / Statute of regulations
- viii. "Employee" means:
- a) A permanent or part-time employee who is on the payroll of the Company, working in or out of India.
 - b) A director of the Company or its Affiliate, whether a whole-time director or not.
 - c) A permanent or part-time employee who is on the payroll of the Affiliate, working in or out of India
- ix. "Financial Year" means the period ending on 31st day of March every year;

5. The Board Corporate Social Responsibility Committee (Board CSR Committee):

- I. The Board is required to constitute a Corporate Social Responsibility Committee (CSR Committee).
- II. The Committee shall consist of Three or more directors, out of which at least one director shall be an Independent Director.
- III. The CSR Committee is required to formulate and recommend CSR policy to the Board indicating the activities to be undertaken by the Company in areas or subject, specified

in Schedule VII of the Act.

- IV. Recommending the amount of expenditure to be incurred on the CSR activities.
- V. Board shall ensure that atleast 2% of the average net profits made by the Company during three immediately preceding financial years have been provided for the use in CSR projects / programmes.

6. Administration and Implementation of the Policy:

The CSR Policy of the Company shall be administered and implemented in any of the following mode:

- i. The policy shall be administered by the Board CSR Committee at all times, subject to the directions of the Board. Subject to the foregoing provisions, the Committee is authorized to interpret the policy, to establish, amend and rescind any terms of the policy and to make any other alterations that it deems necessary or desirable for the administration and implementation of the policy. Any decision of the Committee in the interpretation and administration of the policy, as described herein, shall lie within its sole and absolute discretion and shall be final, conclusive and binding on all parties concerned.
- ii. The policy can be implemented through a Trust or a Registered Society or Section 8 Company established by the Company or its Holding Company or an Associate Company;
- iii. The policy can be implemented through a Trust or a Registered Society or Section 8 Company not being established by the Company or its Holding Company or an Associate Company, provided such Trust or Registered Society or Section 8 Company has a track record of at least 3 years in undertaking similar activities;
- iv. The policy can also be implemented through collaboration with other companies for undertaking projects or programs in such a manner that the CSR Committees of respective companies are in a position to report separately on such projects or programs.

7. Modifications in the Policy:

The Committee, subject to the approval of the Board in its meeting, may revoke, add to, alter, amend or vary all or any of the terms and conditions of the policy or all or any of the rights and obligations of the parties concerned with the implementation of the CSR activities, subject to the compliance of Section 135 read with Schedule-VII of the Act and the CSR Rules.

8. Selection of projects and programmes and areas for undertaking CSR activities:

- i. The Committee shall enlist and recommend the projects and programmes for undertaking CSR activities in consonance with the objectives of the Policy;
- ii. For the purpose of carrying out the CSR activities, a preference shall be given to the local areas where the Company or its branch offices operate.

9. Quantum of Expenditure on CSR activities:

The Committee is empowered to recommend the expenditure to be incurred for CSR activities within the limit specified in Section 135 read with Schedule-VII of the Act and CSR Rules as may be amended from time to time. Further, CSR expenditure shall not include any expenditure on an item which is not in conformity with the activities which fall within the purview of Schedule- VII of the Act.

10. Treatment for the surplus arising out of CSR Activities:

Any income or the surplus, if any, arising from conducting of CSR activities shall not form part of business profits of the Company.

11. Tax treatment:

The tax treatment in respect of the CSR activity shall be in accordance with the notification issued by the Central Board of Direct Taxes (CBDT) from time to time.

12. Procedural aspects:

- i. The Committee shall meet at least once in the year and may meet more frequently, if required and shall report its proceedings to the Board
- ii. The members may participate in any meeting through video conferencing or other audio-visual means, subject to the parameters set by the regulatory authority from time to time;
- iii. The quorum of the meeting shall be at least two directors or 1/3rd of the Committee composition, whichever is higher; Presence of atleast one Independent Director or his alternate director, shall be required to form the quorum.
- iv. The Company Secretary of the Company shall act as the Secretary of the Committee;
- v. The Committee can requisite attendance of any person it considers appropriate;

- vi. The Committee can seek external advise, assistance or review, as deemed appropriate;

13. Miscellaneous Provisions:

- i. This policy shall not confer on any person any legal or equitable rights against the Board or the Committee or the Company directly or indirectly or give rise to any cause of action at law or in equity against the Board or the Committee or the Company.
- ii. No beneficiary (including employees of the Company) shall have the right to be selected for incurring expenditure in respect of CSR activity.
- iii. The Company shall bear the costs of administering and implementing this Policy, including any costs of the Company's auditors or any independent advisors in relation to the preparation of any confirmation by them or provision of any other service in relation to this policy and such expenditure will not be considered as CSR activity expense.
- iv. In the event that any term, condition or provision of this policy being held to be a violation of any applicable laws including the rules made thereunder, statute, regulations, circulars, notifications, the same shall be severable from the rest of this policy and shall be of no force and effect and this policy shall remain in full force and effect as if such term, condition or provision had not originally been contained in this policy.

14. Term of the Policy:

The Policy shall continue in effect unless terminated pursuant to the provisions of Section 135 read with Schedule-VII of the Act and the CSR Rules, as may be amended from time to time.

15. Review of the Policy:

The Committee will review this Policy annually / at the time of amendments in the applicable laws and submit the proposed amendments, if any, to the Board, for its consideration / approval. No amendments will be effective without the approval of the Board.