

NDL Ventures Limited* (Formerly known as NXTDIGITAL Limited)

CORPORATE SOCIAL RESPONSIBILITY POLICY OF NDL VENTURES LIMITED

“My dharma (duty) is to work so that I can give”

NDL Ventures Limited (hereinafter referred to as the “**Company**”) is inspired by the pioneering thoughts of late Shri Parmanand Deepchand Hinduja- Founder of the Hinduja Group. For us, at NDL Ventures Limited, Corporate Social Responsibility (CSR) encompasses engagements in socially relevant events for the under-privileged sections of society. Our commitment to CSR is focused on initiatives that make a constructive contribution to the community and encourage sustainable development.

The Company has been aware of its social responsibilities towards its employees, customers, society and community at large and has been continuously fulfilling this responsibility for many years. It shall continue doing so in the future, through its Corporate Social Responsibility Committee (CSR Committee).

Our Company believes in inclusive growth to facilitate creation of a value-based and empowered society through continuous and purposeful engagement with others.

The Company is committed to:

- Allocate at least 2% of its average Net Profits made during the three immediately preceding financial years towards Corporate Social Responsibility, as per the categories mentioned in Schedule VII of the Companies Act, 2013.
- Have a transparent and accountable system for social development and conducting periodic assessments.
- Concentrate on community needs and perceptions through social processes and related infrastructure development.
- Provide special thrust towards community health, community development, education and environment through a process of social inclusion.
- Spread the culture of volunteerism through the process of social engagement.

MEMBERSHIP:

The Committee members shall be appointed by the Board. The Committee shall be constituted with a minimum of 3 members out of which at least one shall be an Independent Director.

The Committee Chairman shall be appointed by the Board. In the absence of the Committee Chairman, the members present at any meeting of the Committee shall elect one of their members to chair the meeting.

Only members of the Committee have the right to attend Committee meetings. However, all Directors may be invited to attend all or part of any meeting as and when appropriate. In addition, other individuals such as Company employees or external advisors may be invited to attend all or part of any meeting as and when appropriate.

The requisite quorum shall be any two members present at the Meeting. The Company Secretary shall act as the secretary to the Committee.

FREQUENCY OF MEETINGS:

The Committee shall meet at least once a year and otherwise as required. Additional meetings may be held to ensure that the Committee take a note of the CSR activities and also ensure that the requirements and compliance are adhered to.

FOCUS:

NDL engages with society across all its geographies for improving the conditions in:

- community health- through awareness generation and vaccination
- education- through training and sponsorships

Region	Corporate Social Responsibility Activities
All over India	<p>NDL had provided donations in the past to the institutions listed below and manages various social activities:</p> <ul style="list-style-type: none"> • PD Hinduja National Hospital and Medical Research Centre • Seth Pokharmal Education Society • KHUSHII- Kinship for Humanitarian and Holistic Intervention in India • Disha Education Society - Education • Jai Maa Savitri Educational Society – education • Shree Agasin North Ex Welfare Society • Arunodaya Charitable Trust- philanthropic activities • Hinduja Foundation- humanitarian activities

PARTNERSHIPS:

Various partnerships and collaborations are entered into with the Government, NGOs, and other like-minded stakeholders by Hinduja Foundation and P. D. Hinduja Hospital. This helps the Company to widen its reach and use the benefits of collective knowledge, expertise and experience to fulfill its Corporate Social Responsibilities in a better and more beneficial manner.

The Hinduja Hospital which consists of a Medical Research Centre has entered into collaboration with Massachusetts General Hospital (MGH), Boston, USA.

TARGET ACTIVITIES:

The Company focuses on enlarging the scope of its present CSR activities and strives to achieve the following by undertaking relevant activities through Hinduja Foundation:

1. Eradicating hunger, poverty and malnutrition, promoting health care including preventing healthcare and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of 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 centers 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 including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
5. 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 arts and handicrafts.
6. Measures for the benefit of armed forces veterans, war widows and their dependents Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows
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 Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio-economic development and relief and

welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;

9. Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government.
10. Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs)
11. Rural development projects.
12. slum area development.

For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.
13. disaster management, including relief, rehabilitation and reconstruction activities.

ACTIVITIES NOT TO BE CONSIDERED AS CSR ACTIVITIES:

- a) Activities that benefit only the employees of the Company and their families.
- b) Contributions of any amount directly or indirectly to any political party under Section 182 of the Act shall not be considered as CSR Activity.
- c) One-off events such as marathons/ awards/ charitable contribution/ advertisement/ sponsorships of TV programme etc.
- d) Expenses incurred by companies for the fulfillment of any Act/ Statute of regulations (such as Labour Laws, Land Acquisition Act etc.)

STRATEGY:

The Company allocates at least 2% of its average Net Profits made during the three immediately preceding financial years for the planning and implementation of CSR. All the CSR initiatives are approved by the Committee and the same are reviewed periodically.

Taking note of the importance of synergy and interdependence at various levels, the Company would adopt a strategy for working directly or in partnership, wherever appropriate.

- Priority to be given to Healthcare and Education. However, certain programs might be expanded beyond this purview and upscaled.
- All the CSR spend would be formulated based on need assessment using different quantitative and qualitative methods.
- All the interventions would be adopted based on concurrent evaluation and knowledge management through process documentation.
- Social Mobilization, advocacy at various levels, and/or appropriate policy changes would form part of the interventions in each sector.

IMPLEMENTATION PROCESS:

The CSR Committee is entrusted with the duty of short listing the various projects through Hinduja Foundation. Accordingly, in consultation with Hinduja Foundation, the projects are finalized and acted upon. Hinduja Foundation representatives personally visit the villages and rural areas, actually communicate with the locals, understand their needs and requirements and sympathize with their problems. Based on the discussions and the urgency, the projects are prioritized.

The prioritized areas include Education, Sustainable Development, Health Care and other philanthropic and humanitarian activities amongst other areas.

In the field of **Education**, the Company through Hinduja Foundation endeavors to provide basic and higher education to all children in past through:

- PD Hinduja National Hospital and Medical Research Centre
- Seth Pokharmal Education Society
- Disha Education Society
- Jai Maa Savitri Educational Society

The Company aims at improving and uplifting the standard of living of **the poor and destitute community** in rural and urban areas in past through:

- KHUSHII- Kinship for Humanitarian and Holistic Intervention in India
- Magic Bus

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- Concern India Foundation- Helping People Help Themselves
- Shree Agasin North Ex Welfare Society

The Company believes that **philanthropy** is a sacred social responsibility of all enterprises and is worthier when it encourages self-help and inspires the younger generations:

- Hinduja Foundation- It is an important milestone in a journey in humanitarianism. The aim is to build bridges between India and the world, between the past and the present, between generations that are and generations to come. It provides its support in the various fields of healthcare, education, art and culture, social welfare and sports.

The CSR activities would be implemented by the Company directly for specified projects or in partnership with Government, Foundations or any other institution with relevant expertise and experience in the sector and an annual plan would be prepared with clear quarterly milestones.

RESPONSIBILITY:

The Corporate Social Responsibility Committee is responsible for:

1. Formulating the CSR Policy and making modifications from time to time
2. Selecting the various projects to be undertaken by the Company
3. Allocating the budget to the selected projects
4. Recommending, organizing and monitoring all the activities.

MANAGEMENT COMMITMENT:

The Board of Directors, Management and all employees of the Company contribute and strive to make this world a better place and be a part of a more carefree future brought about by sustainable development, generosity and compassion.

The Company has faith that the commitment and the combined efforts of all to fulfill their corporate social responsibilities, will take NDL closer to its goal of a safer and a better future.

The Company's Corporate Social Responsibility policy conforms to the Corporate Social Responsibility Voluntary Guidelines spelt out by the Ministry of Corporate Affairs, Government of India in collaboration with FICCI (2009)

BUDGETS:

A specific budget is allocated for CSR activities for every financial year. The distribution of the funds is decided based on the project(s) to be undertaken.

As per Section 135(5), the Company shall spend, in every financial year, at least two per cent of the average net profits of the Company made during the three immediately preceding financial years.

MONITORING MECHANISM:

A combination of various mechanisms would be adopted for the monitoring of the CSR programs:

- a. Monthly meeting by the respective CSR location In-Charge to monitor the progress.
- b. Quarterly monitoring by the Location Head
- c. Half-yearly monitoring by Apex Committee of the Foundation and by the Committee of the Board
- d. Yearly monitoring by the Board
- e. Focused Audit and review by Internal/Management Auditor or Third Party experts.

REPORTING:

The Board's Report shall include an annual report on CSR containing particulars as specified.

PUBLICATION OF THE POLICY:

The CSR policy recommended by the Committee and approved by the Board shall be displayed on the Company's website for public viewing.

AMENDMENT:

The Company or the Board reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification shall be inconsistent with the applicable provisions of the Act or any law for the time being in force.

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INFORMATION DISSEMINATION:

The Company's continuous activities and information relating to the same is disseminated on its website, www.ndlventures.in and in its Annual Report under 'Corporate Social Responsibility'.

**The name of the Company was changed from NXTDIGITAL Limited to NDL Ventures Limited on April 20, 2023, and the Board, at its meeting held on April 28, 2023, approved to effect the name change of the Company in the policies*