

Corporate Social Responsibility Policy

CORPORATE SOCIAL RESPONSIBILITY POLICY (CSR POLICY) OF ACCELYA SOLUTIONS INDIA LIMITED

Introduction and Background

Accelya Solutions India Limited ("ASIL" or "the Company") is a leading provider of technology products and services to the travel and transport industry serving global customers. With over 1,500 employees, proven delivery models, distinctive IT skills and domain expertise, the Company helps clients make their financial processes more efficient and get business insights to improve their business performance.

ASIL has been a socially responsible company since inception and has been contributing actively for CSR activities to benefit the socially & economically disadvantaged communities. ASIL would like to bring its CSR activities in line with section 135 of the Companies Act and has therefore formulated this CSR policy.

Objectives of the Policy

The objectives of this policy are to –

- Clarify and establish the CSR vision, focus areas and strategy of ASIL.
- Establish the governance mechanism and process – how the CSR budget and activities shall be approved, monitored and reported to the Board of Directors and other stakeholders.

Applicability

1. ASIL CSR policy has been developed in consonance to Section 135 of the Companies Act 2013 (referred to as "the Act" in this policy) on CSR and in accordance with the CSR rules (hereby referred to as "the Rules") notified by the Ministry of Corporate Affairs, Government of India in 2014 as amended from time to time.
2. The Policy shall apply to all CSR projects/programmes undertaken by the Company in India as per Schedule VII of the Act.
3. This policy shall be applicable to ASIL.

CSR Vision, Focus Areas and Strategy

For ASIL, Corporate Social Responsibility firstly means responsible business practices through the involvement of all stakeholders in the decision making process and in operations. It entails having business policies that are ethical, equitable, environmentally conscious, gender sensitive and sensitive towards the differently abled.

Apart from responsible business practices, the Company believes that it must contribute to uplift sections of society that are disadvantaged. Creating a better society is the job of everyone and in some way every individual, every organisation must contribute towards a better community and country. The Company also believes that CSR helps in creating greater employee engagement with the Company and actively supports its employees taking part in social cause.

Over the years, the Company has engaged with Catalysts for Social Action (CSA), an NGO registered under the Charities Act, for rehabilitation of orphaned children, promoting preventive healthcare & sanitation, making available safe drinking water ensuring environmental sustainability and ecological balance. CSA works for the holistic rehabilitation of the orphaned child. The Company has also engaged with Seva Sadan Society (Seva Sadan), is registered under the Societies Registration Act and Bombay Public Trusts Act which runs a residential home for girls from any community who are faced with difficult and unsafe living conditions. Seva Sadan also runs a Marathi medium school for underprivileged girls. Seva Sadan also runs an English medium co-ed school. Seva Sadan also offers vocational training and skill development programmes on their premises for women.

The Company believes that the scope of CSR activities should be expanded whereby any one or more of the activities mentioned in Schedule VII to the Companies Act, 2013 (reproduced below) may be undertaken by the Company, in addition to the existing CSR activities being carried out through CSA.

Schedule VII: Activities included by ASIL in the Corporate Social Responsibility Policy:

- i) eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- ii) 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, 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;
- iv) 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;
- v) protection of national heritage, arts 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;
- vi) measures for the benefit of armed forces veterans, war widows and their dependents;

- vii) training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- viii) contribution to the Prime Minister's National Relief 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;
- ix) contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- x) rural development projects.

The CSR activities may be carried out or implemented by the Company on its own or through a registered trust or registered society which is aligned to the Company's CSR vision.

CSR Budget, Implementation and Reporting

The Company's CSR programmes will be in line with the Board's approved CSR policy.

This CSR Policy builds on the learning from and good practices of the Company's ongoing CSR activities running since 2004.

CSR Committee will prepare and approve budget and projects that would be supported by the Company during the financial year.

The Company will enhance its monitoring and evaluation mechanism so as to ensure every programme has:

- clearly defined objectives, targets and time lines.
- A robust progress monitoring system
- Impact assessments
- A reporting framework and system in alignment with the Act and Rules.

The CSR Committee will review the programmes at periodic intervals and give constructive suggestions to the implementing agency (registered trust or registered society) to which it makes contribution under CSR.

Role of Board and CSR Committee

The Board of ASIL will be responsible for:

- approving the CSR policy as formulated by the CSR Committee
- ensuring that in each financial year the Company spends at least 2% of the average net profit before taxation excluding profits arising from overseas branches made during the three immediate preceding financial years. In case the Company is unable to do so, then documenting the reasons for the same.
- ensuring that every financial year funds committed by the Company for CSR activities are utilized effectively, and regularly monitoring implementation.
- disclosing in its Annual Report the names of CSR Committee members, the content of the CSR policy and ensure annual reporting of its CSR activities on the Company website.
- ensuring annual reporting of CSR policy to the Ministry of Corporate Affairs, Government of India, as per the prescribed format.

The Company will take all efforts required to ensure that the amount allocated to CSR is fully spent during the course of each financial year.

As per Section 135 the reasons for under spending of the allocated CSR budget shall be specified in the Board's Report. The surplus arising out of the CSR activities, if any, will not be considered as a part of the business profits of the company.

Composition of the CSR committee will consist of three or more directors of which, at least one will be an independent director.

The CSR committee of the Board of Directors of ASIL will be responsible for:

- formulating the CSR policy in compliance to Section 135 of the Companies Act 2013.
- identifying activities to be undertaken as per Schedule VII of the Companies Act 2013.
- recommending to Board the CSR expenditure to be incurred.
- recommending to Board, modifications to the CSR policy as and when required.
- regularly monitoring the implementation of the CSR policy.