ŠKODA | VOLKSWAGEN

Škoda Auto Volkswagen India Private Limited

Corporate Social Responsibility Policy

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Initiated by	Reviewed by	Approved by	Approved by	Approved by	Approved by
Ajay Bhatt Head- External Affairs, Communications & CSR	Vallari Gupte Company Secretary	Stepan Lacina Executive Director- HR & People Services and CHRO	Sachin Kulkarni Executive Director- Procurement	Nitin Selot Executive Director – Finance, Legal & IT and CFO	Piyush Arora CEO & MD

SKODA AUTO VOLKSWAGEN INDIA PRIVATE LTD.

Corporate Social Responsibility Policy

(CSR Policy)

Skoda Auto Volkswagen India Pvt. Ltd. (SAVWIPL) is committed to operate and grow its business in a socially responsible way. Our purpose is to make sustainable living commonplace. This Corporate Social Responsibility (CSR) Policy of the Company, as recommended by the CSR Committee and approved by the Board of Directors (Board), outlines a clear agenda through which we will continue to contribute to the community at large. The objective of this Policy is to set the direction for the CSR activities of the Company by defining the governance, implementation, and monitoring framework of the activities to ensure effectiveness.

Legal Framework:

In compliance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, [hereinafter referred as the 'Act'] Skoda Auto Volkswagen India Private Limited is required to:

(i) Constitute a Committee of Board of Directors to formulate and recommend to the Board a Corporate Social Responsibility (CSR) Policy, recommend the amount of CSR expenditure and monitor the CSR activities of the Company from time to time.

1. Ensure that the Company spends, 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, in pursuance of its Corporate Social Responsibility Policy.

2. **Our Vision :**

   i. Skoda Auto Volkswagen India Pvt. Ltd. [SAVWIPL] shall work towards protection of the environment and development of humanity and society in line with SKODA Brand and Volkswagen Group's philosophies.

   ii. Undertake programs that will enhance the quality of life, provide unique and enriching opportunities connecting diverse groups which in the long term shall result in sustainable partnership in shaping the communities around the factories we operate and the society at large.

3. **Our Focus Areas :**

   The Policy recognizes that Corporate Social Responsibility is not merely compliance, it is a commitment to support initiatives that measurably improve the lives of underprivileged by one or more of the following focus areas in line with entries in Schedule VII of the Companies Act 2013 pursuant to Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules 2014:

   - Conserving and growing the natural capital through environmental projects;

- Empowerment of People through initiatives in the areas of Education & Skill Development, and Healthcare
- Road Safety; and
- Disaster Relief and Rehabilitation

Some of the specific interventions in each of the focus areas would be as follows:

Focus areas	Interventions
Conserving and growing the natural capital (Environment)	i. Promoting de-carbonization through natural resources management- water and soil management ii. Promoting bio-diversity iii. Supporting research on environmental topics iv. Promote innovative approaches to environmental challenges facing society
Road Safety	I. Vision Zero Fatality Corridor/District II. Promoting awareness of safe road user behavior III. Supporting research & innovation on sustainable mobility IV. Promote innovative approaches to improving traffic management and safety
Education & Skill Development	I. Empowering youth through education & skill development II. Upgradation and preservation of centres of learning (ITI, schools, heritage sites, museums, colleges) III. Supporting social incubator ecosystem

Healthcare	I. Enabling access to healthcare for the under-served II. Promoting preventive healthcare
Disaster Relief and Rehabilitation	I. Swiftly support relief and rehabilitation efforts in case of natural disasters

4. Annual spends / Allocation of Funds :

The Company would spend not less than 2% of the average Net Profits of the Company made during the three immediately preceding financial years, as prescribed under the Companies Act, 2013.

5. CSR Committee :

a) **Composition of the Committee**

The CSR Committee will consist of three or more Board members.

The Committee may formulate a CSR Working Group with such other Directors / Executives of the Company from time to time as it may deem necessary and expedient.

The Company Secretary shall act as Secretary to the Committee.

Currently the CSR Committee comprises of the following members of the Board:

Name	Designation & Department
Mr. Piyush Arora	Managing Director & CEO
Mr. Sachin Kulkarni	Executive Director-Procurement
Mr. Nitin Selot	Executive Director- Finance, Legal & IT and CFO
Mr. Stepan Lacina	Executive Director - HR & People Services and CHRO

Mr. Ajay Bhatt- Head, External Affairs, Communications & CSR will be Honorary Secretary of the CSR Committee and will chair the CSR Working Group. The CSR Working Group will be responsible for identifying CSR projects corresponding to the 5 pillars of (i) Healthcare, (ii) Education & Skill Development, (iii) Environment, (iv) Road Safety, and (v) Disaster Relief and Rehabilitation and presenting them for the CSR Committee's consideration and approval.

The Committee may call Special invitees from different departments in the company for consultation on different aspects of SAVWIPL's CSR engagements.

b) Meetings

The Committee shall hold meetings as and when required, to discuss various issues on topics of Corporate Social Responsibility in line with this Policy and the applicable statutory provisions.

The quorum for CSR Committee meetings shall be two members present physically or through audio visual means, as the case may be. Meetings conducted through audio visual means shall follow the prescribed regulations as per the Companies Act, 2013, and rules framed thereunder, as amended from time to time.

c) Role of CSR Committee

I. To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 (as amended from time to time).
II. Give strategic direction to the CSR initiatives.
III. To recommend the amount of expenditure to be incurred on the CSR activities in a financial year.
IV. To monitor the Corporate Social Responsibility Policy of the Company from time to time.
V. Formulate and recommend to the Board an Annual Action Plan for the CSR
VI. activities to be undertaken with the execution modalities, implementation, schedules etc.

VII. Monitor and report to the Board the progress on various chosen projects for CSR activities.

VIII. Any other matter as may be considered expedient by the Members of the Committee in furtherance of and to comply with the CSR Policy of the Company or pursuant to any amendments in law.

The Committee shall periodically review the implementation of the CSR programs and issue necessary directions from time to time to ensure orderly and efficient execution of the CSR programs in accordance with this Policy. It would be the responsibility of the CSR Committee to periodically keep the Board apprised of the status of the implementation of CSR activities and seek their approval wherever needed.

6. Responsibilities of the Board:

The Board shall be overall responsible to ensure applicable compliance and CSR spend as prescribed under the Act and in particular it shall:

a. Form a CSR Committee and disclose the composition of the CSR Committee.

b. Approve the CSR Policy after taking into account the recommendations made by the CSR Committee and disclose contents of such policy in the Directors' Report.

c. Place the CSR Policy on the Company's website in the prescribed manner.

d. Ensure implementation of the activities under CSR Policy and specifically monitor implementation of ongoing project, for smooth implementation of the project within the overall permissible time period.

e. Approve Annual Action Plan for each year as recommended by the CSR Committee.

f. Ensure expenditure of requisite amount on CSR activities every year and in case of any shortfall in the spend, provide appropriate reasons for not spending the amount (if applicable) in the Directors' Report.

g. Ensure that the administrative overheads are not more than 5% of the total CSR expenditure.

h. Ensure that the funds so disbursed have been utilized for the purposes and in the manner as approved in the Annual Action Plan or transferred to the Unspent CSR Account, as applicable.

7. Implementation :

The Company's CSR Programs will be implemented by the Company through (i) Company personnel, and Section 8 companies that may be established by the Company from time to time or (ii) external implementing agencies, or such other Trusts, Societies, Foundations, having unique CSR Registration Number duly registered with the Central Government.

CSR activities may be implemented through projects which may be implemented in the same year for which the CSR spend pertains or such ongoing projects being multi-year project undertaken by a Company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced, and may include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year based on reasonable justification.

8. Monitoring of CSR engagements :

The CSR Committee shall as far as possible meet every quarter to consider project proposals and identify projects to be recommended to the Board and review the progress on such CSR projects implemented, monitor finances, disbursements and utilization of funds. The Committee may also advise on additional areas of intervention / CSR activities that comply with schedule VII of Companies Act, 2013 from time to time.

Appropriate documentation and amendments of the CSR Policy, reports on execution of projects by CSR Partner(s) and expenditures will be undertaken on a regular basis and some will be made available to the Board of Directors of the Company by the CSR Committee. The CSR Committee or persons /entities authorized by it, will visit CSR project sites at least once year and report anomalies, if any, immediately. Based on analysis of projects, the CSR Committee will carry out roadmap planning for allocation of budget and selection of projects.

The Committee will also guide the Company in crafting unique models to support creation of sustainable livelihoods together with environmental re-generation. Every year, the CSR Committee will place for the approval of the Board of Directors of the Company an annual CSR Action Plan (hereinafter referred to as 'CSR Plan') delineating the CSR Programs to be carried out during the financial year, including the budgets thereof, their manner of execution, implementation schedules, modalities of utilization of funds, and monitoring & reporting mechanism for the CSR Programs.

The Board will consider and approve the CSR Plan with such modification that may be deemed necessary. during the financial year, on the recommendation of the CSR Committee.

The Committee will adhere strictly to the provisions of Section 135(6) with regard to transfer of unspent CSR amount, as stipulated therein and as applicable.

9. CSR Expenditure :

The CSR activities undertaken/to be undertaken by the Company are not expected to lead to any additional surplus. However, if any surplus arises out of the CSR projects or programs or activities the same shall not form part of the business profit of the company.

Amendments to the Policy

The Board of the Company may in their discretion and on recommendation of the CSR Committee, make any changes/modifications and/or amendments to this Policy from time to time. In the event of any conflict between the provisions of this Policy and statutory requirements, the relevant statutory provisions shall prevail over and automatically be applicable to this Policy. In the event of any amendment to the Act, this Policy shall be deemed to have been amended accordingly.

10. List of CSR projects :

The list of CSR projects approved by the Board will be hosted on the Company's website along with composition of CSR Committee and CSR Policy.

11. General :

- Words and expressions used but not defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, the CSR Rules made thereunder or in any amendment thereto. This Policy shall also be subject to such clarifications and FAQs as may be issued by Ministry of Corporate Affairs, Government of India, from time to time.
- In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference should be made to External Affairs, Communication and CSR (GKR)Department. In all such matters, the interpretation & decision of the CSR Committee shall be final.

- Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the guidance of the CSR Committee as recommended to the Board

This Policy will be posted on the Company's corporate website www.skoda-vw.co.in and web link thereto will be disclosed in the Board's Report of the Company.

End of policy.