

MACH TRAVEL SOLUTIONS LIMITED
(Formerly known as Mach Conferences and Events Limited)

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

1. CORPORATE SOCIAL RESPONSIBILITY (CSR) – PHILOSOPHY:

For Mach Travel Solutions Limited (Formerly known as Mach Conferences and Events Limited) (“**MACHLTD**” or “**Company**”), social and environmental responsibility has always been at the forefront and as a result the Company consistently contributes towards the socially responsible activities. We believe that to succeed, an organization must maintain highest standards of corporate behavior towards its employees, customers and society in which it operates.

Pursuant to the **Section 135** of the Companies Act, 2013 (hereinafter refer as ‘the Act’) read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has framed ‘Corporate Social Responsibility (CSR)’ policy. We define Corporate Social Responsibility as the way a company balances its economic, social and environmental objectives while addressing stakeholder expectations and enhancing shareholder value.

2. VISION:

We strive to create a healthier world by reducing carbon footprints and also to improve the quality of life of all communities at large through our CSR initiatives.

Mach Travel Solutions Limited aims to create a need-based, sustainable, community-driven model for its CSR initiatives.

3. DEFINITIONS:

In this Policy, unless the context otherwise requires:

1. “**Act**” shall mean the Companies Act, 2013 and the rules made thereunder, including any modifications, amendments or re-enactment thereof.
2. “**Agency**” (or Agencies) means
 - (a) a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company; or
 - (b) a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or
 - (c) any entity established under an Act of Parliament or a State legislature; or
 - (d) a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

Explanation. - For the purpose of clause (c), the term “entity” shall mean a statutory body constituted under an Act of Parliament or State legislature to undertake activities covered in Schedule VII of the

Act.

3. “**Approved Budget**” shall mean the total budget as approved by the Board of the Company upon the recommendation of the CSR Committee, which is to be utilized for CSR Projects.
4. “**Board**” shall mean the Board of Directors of the Company.
5. “**Company**” shall mean “**Mach Travel Solutions Limited**” or “**MAHCLTD**”
6. “**CSR Annual Action Plan**” shall mean the annual action plan detailing the CSR expenditure for the year.
7. “**CSR Committee**” shall mean the Corporate Social Responsibility Committee constituted by the Board of the Company in accordance with the Companies Act, 2013.
8. “**CSR Expenditure**” means all CSR Expenditure of the Company as approved by the Board upon recommendation of the CSR Committee, including the following:
 - a. contribution to CSR Projects which shall be implemented and/or executed by the Company;
 - b. Any other contributions covered in areas or subjects specified under the Schedule VII to the Act.

Contribution of any amount directly or indirectly to any political party under section 182 of the Act, shall not be considered as CSR Expenditure.

9. “**CSR Officer**” shall mean the whole-time person engaged by the Company for activities envisaged in the CSR Policy; having due comprehension, understanding, drive and passion for such activities and designated as such.
10. “**CSR Policy**” shall mean the present Corporate Social Responsibility Policy of the Company, which covers the activities to be undertaken by the Company as specified in Schedule VII to the Act and the CSR Expenditure thereon.
11. “**CSR Projects**” or “**Projects**” means Corporate Social Responsibility projects/activities/ programs/ initiatives instituted in India, either new or ongoing, and include but not limited to those undertaken by the Board in pursuance of recommendations of the CSR Committee as per the declared CSR Policy of the Company.
Projects/activities/ programs/ initiatives undertaken in pursuance of normal course of business of the Company and projects which benefit only the employees of the Company and their families shall not be considered as CSR Projects.
12. “**Financial Year**” shall mean the period beginning from 1st April of every year to 31st March of the succeeding year.
13. “**Net profit**” shall mean the net profit as per the Act and Rules based on which the specific percentage for CSR Expenditure has to be calculated.

14. “**Rules**” shall mean the Companies (Corporate Social Responsibility) Rules 2014, including any re-enactment, modifications or amendments thereof.

4. **CONSTITUTION OF CSR COMMITTEE:**

Keeping in line with section 135 of the Companies Act, 2013 and the rules thereunder (hereinafter referred to as ‘the Act’), the Board of Directors of the Company has formed a Corporate Social Responsibility Committee (hereinafter referred to as the ‘CSR Committee’), The CSR Committee comprises the number of members mandatorily required by applicable laws.

Details of CSR Committee of Mach Travel Solutions Limited:

Name	Designation & Position in Committee
Amit Bhatia	Chairman
Laveena Bhatia	Member
Manish Kumar Shankarlal Chandak	Member

The committee is responsible for the overall governance of CSR projects in the chosen thematic areas to inter alia, carry out the following functions:

1. To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company in areas or subject, specified in Schedule VII of the Companies Act, 2013 and rules made thereunder;
2. To recommend the amount of expenditure to be incurred on the CSR activities referred to in clause (1).
3. To monitor the Corporate Social Responsibility Policy of the company from time to time and implementation of framework of CSR Policy.
4. To formulate and recommend to the Board, an annual action plan, which shall include the following, namely: -
 - the list of CSR projects or programs that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act.
 - the manner of execution of such projects or programs as specified in sub-rule (1) of Rule 4 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.
 - the modalities of utilization of funds and implementation schedules for the projects or programs.
 - monitoring and reporting mechanisms for the projects or programs; and
 - details of need and impact assessment, if any, for the projects undertaken by the Company:
5. To carry out any other function as mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification as may be applicable h
6. The CSR Committee shall arrange to provide all required inputs to undertake CSR activities and shall review all social initiatives. The CSR committee shall update the Board of Directors on periodically.

5. CORPORATE SOCIAL RESPONSIBILITY PROGRAMS AND PROJECTS:

The Company will carry on its CSR activities in areas or subjects as prescribed under Schedule VII of the Act, as amended from time to time. An illustrative list of such areas or subjects is outlined below:

- (i) Eradicating hunger, poverty and malnutrition, “promoting health care including preventive health care” 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.
- (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 including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
- (v) 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 art and handicrafts;
- (vi) 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;
- (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 Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- (ix) (a) 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
(b) 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).

(x) rural development projects

(xi) slum area development.

Explanation. - 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.

(xii) disaster management, including relief, rehabilitation and reconstruction activities.

The CSR projects and programs may also be implemented through registered public charitable trusts or a registered society, registered under Sections 12A and 80G of the Income Tax Act, 1961, companies established under Section 8 of the Act (corresponding to Section 25 of the Companies Act, 1956) and/or through any implementing entity as permitted under the Act and CSR Rules.

6. IDENTIFICATION OF CSR PROJECTS:

1. The Company shall ensure that in identifying its CSR Projects, preference shall be given to the local area and areas around which the Company (including its Units) operates. However, this shall not bar the Company from pursuing its CSR objects in other areas.
2. CSR Projects need to be identified and planned for approval of the CSR Committee, with estimated expenditure and phase wise implementation schedules.

7. IMPLEMENTATION OF CSR PROJECTS:

The Company shall implement the identified CSR Projects by the following means:

1. Direct Method:

- I. The Company may itself implement the identified CSR Projects presently within the scope and ambit of the Policy;
- II. The CSR Officer may engage external professionals/firms/agencies if required, for the purpose of implementation of its CSR Projects.
- III. The Company may collaborate with other companies, including its Group Companies if required, for fulfilling its CSR objects through the Direct Method, provided that the CSR Committees of respective companies are in a position to monitor separately such CSR Projects.

2. Indirect Method:

The Company may implement the identified CSR Projects through Agencies, subject to the condition that:

- I. The activities pursued by the Agency are covered within the scope and ambit of Schedule VII to the Act provided;
- II. The Agency has an established track record of at least three years in undertaking similar programs or projects.

The Company may collaborate with other companies, including its holding and subsidiary Companies and Group Companies if required, for fulfilling its CSR objects through the Indirect Method provided that the CSR Committees of respective companies are in a position to monitor separately such Projects.

8. MONITORING

- a. MACHLTD recognizes that regular and robust monitoring is critical for CSR projects.
- b. Implementation and monitoring of the CSR activities and projects will be overseen by the CSR Committee.
- c. Monitoring is to be done periodically on key performance indicators- timelines, utilization of funds, targets, qualitative and quantitative impact, etc. depending on the nature and need of the CSR project.
- d. Continuous feedback mechanism plays a pivotal role in monitoring to plan out the mid-course correction in implementation, whenever required.
- e. If the projects are being implemented by an implementation agency, the program management team may in consultation with the CSR Committee designate special executives for monitoring of the CSR projects.
- f. The monitoring and evaluation may also be assigned by the CSR program management team to an independent external agency for the sake of objectivity and transparency.
- g. The CSR program management with the approval of the CSR committee, may also undertake a study to assess the impact caused by the CSR activities of the Company. For the said purpose, the CSR Committee may designate special executives for this purpose or avail the services of specialized agencies.
- h. In case the Company's average CSR expenditure obligation is ten crore rupees or more, in the three immediately preceding financial years, the Company shall mandatorily undertake an impact assessment, through an independent agency, of their CSR projects or activities having outlays of one crore rupees or more, and which have been completed not less than one year before undertaking the impact study. The impact assessment reports shall be placed before the CSR committee and shall be annexed to the annual report on CSR.

9. OBLIGATION UNDER CSR ACTIVITIES:

- I. The Company is mandatorily required to spend at least 2% of the average Net profit of 3 immediately preceding financial years on specified CSR activities.
- II. The CSR Committee shall monitor the implementation of the CSR Policy and CSR Plan.
- III. The CSR Committee shall ensure that the CSR Policy is displayed on the Company's website.
- IV. In discharge of CSR functions of the Company, the CSR Committee shall be directly responsible to the Board for any act that may be required to be done by the CSR Committee in furtherance of its statutory obligations, or as required by the Board.

- V. The Board of Directors of the company shall, after taking into account the recommendations of CSR Committee, approve the CSR Policy for the company and disclose contents of such policy in its report and the same shall be displayed on the company's website.

10. REVIEW PERIODICITY AND AMENDMENT:

CSR Plan may be revised/modified/amended by the CSR Committee at such intervals as it may deem fit. This policy shall remain in force unless modified by the Corporate Social Responsibility (CSR) Committee.

The CSR Committee shall review the CSR Policy from time-based on the changing needs and make suitable modifications as may be necessary with the approval of the Board.

In case of any amendment(s), clarification(s), circular(s), etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.
