



### **Corporate Social Responsibility (CSR)**

(Required under the Companies (Corporate Social Responsibility Policy) Amendment Rules of Companies Act, 2013 and Rules made thereunder)

#### **Disband of CSR Committee:**

Pursuant to the provisions of Section 135(9) of the Companies Act, 2013, the Board of Directors, at its meeting held on 24 January 2025, resolved to disband the CSR Committee, since the Company's CSR expenditure for the preceding five financial years did not exceed to Rs.50 lakh. In such cases, the functions of the Committee shall be discharged by the Board of directors ("the Board") of the Company.

The functions and responsibilities previously overseen by the CSR committee shall henceforth be managed by the Board of Directors of the Company ensuring compliance with all applicable laws and regulations.

#### **CSR Policy & Objectives**

Pursuant to Section 135 of the Companies Act, 2013 (the Act) read with the Companies (CSR Policy) Rules, 2014 (the Rules), the Company put in place a CSR Policy for the Company as per approval given by the Board of Directors of the Company at its meeting held on 26 March 2018.

The concept and need for CSR has gained prominence from all avenues. CSR is relevant not only to meet social obligations of a company but also its business objectives. Being socially responsible enables organizations to strengthen relationship with stakeholders and helps reap enhanced benefits and contribute to inclusivity in growth.

The Government as well as regulators has framed various guidelines pertaining to responsibilities of business as well as the mandatory Corporate Social Responsibility in accordance with the section 135 of the Companies Act, 2013 and rules thereunder.

The CSR policy of the Vidal Health Insurance TPA Private Limited ("the Company") is framed in line with the Guidelines on Corporate Social Responsibility as provided under Companies Act, 2013.

#### **Short Title & Applicability**

This policy, which encompasses Company's philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programs for welfare & development of the community at large, is termed as the "Vidal Health Insurance TPA Private Limited CSR Policy".

#### **Resources Structure**

The Board of Directors of the company will be indicating the activities falling within the purview of Schedule VII to the Companies Act, 2013 and rule, to be undertaken by the Company.



### **Scope of CSR for the Company**

Corporate Social Responsibility Projects ("CSR Project") shall mean and include all programs, projects, activities, health camps, contribution to relief funds, charitable donations and education grants, sponsorships that contribute to the development of communities and helps in welfare of the society at large.

### **Funding and Allocation:**

The Company will allocate a minimum of 2% of the average net profits for the preceding three financial years, for achieving its CSR objectives through spending in CSR. CSR Projects will be identified by the Company and approved by the Board of Directors.

Total spend of CSR Projects are inclusive of the administration cost associated in implementation of CSR Project.

Any surplus/benefit arising out of the approved CSR Projects will also be allocated to CSR Projects only. The Company will ensure that any surplus/benefit, if any arising out of the CSR Projects shall not form part of the business profits of the Company.

### **Focus Areas**

In accordance with Section 135, Companies (Corporate Social Responsibilities) Rules, 2014 and Schedule VII of the Companies Act, 2013, the latest circulation from MCA, dated 24th August 2020 states that the following entries in Schedule VII, Vidal Health Insurance TPA Private Limited's CSR activities shall have the following focus areas for CSR spends:

- **Poverty Removal:** Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water.
- **Education:** Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- **Gender Equality & Empowerment of Women:** 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.
- **Environmental sustainability:** 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.



- **Promotion of National Heritage, Art and Culture:** 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;
- **Support to Defence:** measures for the benefit of armed forces veterans, war widows and their dependents;
- **Sports:** training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports;
- **Contribution to prime minister's national relief fund, technology and universities:** contribution to the prime minister's national relief 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,
- 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 to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE) etc.;
- **Rural and Slum Area development projects:** Strengthening rural areas by improving accessibility, housing, drinking water, sanitation, power and livelihoods and thereby creating sustainable villages;
- **Disaster Management:** disaster management including relief, rehabilitation and reconstruction activities.

#### **Governance:**

The Company on its own or through Companies set up under Section 8 of the Companies Act, 2013 and/or NGOs ("Implementing Agencies") can undertake all its CSR activities as per the provisions of the Companies Act, 2013. The Implementing Agencies shall work with the Board of Directors in implementing the CSR activities of the Company. The Implementing Agencies will assist in identifying the areas of CSR activities, programs and execution of CSR initiatives as per defined guidelines of the CSR Policy. The Implementing Agencies will also assist the Board in reporting the progress of deployed initiatives and in making appropriate disclosures (internal / external) on a periodic basis.

The Board could, from time to time, recommend donating or making grants to the PM's fund or to non-profit organizations and other institutions whose activities are aligned with the Company's CSR.

#### **Implementation**

The Company will implement its CSR efforts as approved by Board on its own or through implementing agencies.

**CSR Reporting and Disclosure**

The Company secretary shall prepare the report on various CSR activities carried out and amounts spent for inclusion in Directors' Report of the company in such form and manner as may be required under law.

The Company secretary shall also cause publication of the CSR Policy and activities on the website of the Company.

**Amendments**

The CSR policy document will be reviewed from time to time and any changes, if necessary, will be approved by the Board.

**VIDAL HEALTH INSURANCE TPA PRIVATE LIMITED**  
**Corporate Social Responsibility (CSR) Annual Action Plan – FY 2024-25**

**Introduction**

This is the Annual Action Plan of the Company for FY2024-25 in pursuance of the CSR Policy of the Company, as required under the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

**Mandated CSR obligation for the Company for the year**

The mandate arrived at as per calculation below:

**Table 1:** CSR Mandate before adjustments

	<b>(Rs. in Cr.)</b>		
	<b>FY 2021-22</b>	<b>FY 2022-23</b>	<b>FY 2023-24</b>
(i). Calculation of 2% of average adjusted profit			
Adjusted Profit as computed u/s 198	7.04	11.96	0
Average Profit for three years			1.78
@ 2% of Average adjusted profits			0.04
(ii) Surplus arising out of the CSR projects of the previous financial years			NIL
(iii) Amount Unspent against Ongoing projects from the previous financial years			NIL
(iv) CSR Obligation for FY 2024-25			0.04
(i)+(ii)-(iii)			
(v) Amount Unspent against Ongoing projects from the previous financial year which is transferred to unspent CSR account (2023-24)			NIL
(vi) Amount planned to be spent in FY 2024-25 out of the amount transferred to unspent CSR account as mentioned in (v)			NIL
(vii) Total outflow on account on CSR in FY2024-25 (iv) + (vi)			0.04

**List of CSR Projects and Funds allocated to projects.**

The attached Table 2 contains Details of approved CSR amount spent against “**other than ongoing projects**” for the FY2024-25. The estimated spend on project is expected to be Rs. 4 lakh during FY2024-25. The Additional projects/programmes will be taken up during FY2024-25, to meet the CSR mandate of the Company. These programs will be –

- in areas or subjects contained in Schedule VII of the Act,
- in subjects of interest as defined in the Company CSR policy; and
- selected and approved as per the procedure laid out as per Company’s CSR Policy

**Table 2: Details of other than ongoing projects for the financial year:**

Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project. State District.	Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through agency. Name. CSR registration number.
1.	Mathioli Vidhya Bhavan	Promoting Education	No	Telangana, Secunderabad	4,00,000	No	Yogasaras Educational Academy CSR00010287
	Total				4,00,000		

### **Implementation**

The Company will implement its CSR efforts as approved by CSR Committee/Board on its own or through implementing agencies.

### **Monitoring and reporting mechanism**

Monitoring and reporting mechanism for the projects or programmes will be in accordance with:

- the requirements contained in the Companies Act, 2013 read with CSR Rules;
- the CSR Policy of the Company; and
- other guidance issued as may be recommended / approved by the CSR Committee/Board from time to time.

### **General Note:**

The Board may alter the aforesaid Annual Action Plan at any time during the financial year based on reasonable justification to that effect.