

**Zurich Kotak General Insurance
Company (India) Limited**

Corporate Social Responsibility Policy

PREAMBLE

Zurich Kotak General Insurance Company (India) Limited (ZKGI) recognises the immense opportunity it has to bring about a positive change in the lives of communities through its business operations and Corporate Social Responsibility (“CSR”) initiatives. ZKGI aspires to be a trusted partner and contribute significantly towards the economic, environmental and social growth of the nation and is also committed to contribute towards United Nation’s (“UN”) Sustainable Development Goals (“SDGs”). This CSR Policy sets out our vision, mission, governance, and CSR focus areas to fulfil its inclusive growth agenda in India. Further, CSR at ZKGI will be implemented collaboratively by the organisation along with its employees through volunteering and engagement activities.

While ensuring that its CSR Policy, projects and programmes are compliant with the CSR mandate as specified under Sections 134, 135 read with Schedule VII of the Companies Act, 2013 (“Act”) along with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (“CSR Rules, 2014”), as amended from time to time and in line with the Government of India’s notifications issued from time to time, ZKGI also endeavours to align its CSR projects and programmes with Government initiated social development programmes and interventions and last but not the least, the UN’s SDGs.

VISION

To improve the quality of life of communities through positive impact on economic, social and environmental parameters and in alignment with India’s social development objectives and UN’s SDGs.

MISSION

To create a lasting value for communities in need by promoting and supporting education, livelihood, healthcare, sports and environmental and sustainable development initiatives and others including to reduce inequalities faced by socially, economically backward and vulnerable groups, promote gender equality, relief and rehabilitation, and intervention towards an educated, employed, healthier and a cleaner India, with an aim to serve communities at large and to transform their lives, in a collaborative manner by working with internal and external stakeholders.

SCOPE OF ZKGI’S CSR POLICY

The scope of ZKGI’s CSR activity shall be within the scope of the CSR mandate as specified under Sections 134(3)(o) and 135 read with Schedule VII of the Act, the CSR Rules, 2014, as amended from time to time and as per the Government of India’s notifications issued from time to time.

Provided that the CSR activities undertaken by ZKGI, as stated above, shall not include the following:

- (i) Activities undertaken in pursuance of normal course of business of ZKGI;
- (ii) Activities undertaken by ZKGI outside India, except for training of Indian sports personnel representing any State or Union Territory at National level or India at an International level;
- (iii) Contribution of any amount directly or indirectly to any political party under Section 182 of the Act;
- (iv) Activities benefitting employees of ZKGI as defined in Clause (k) of Section 2 of the Code on Wages, 2019;
- (v) Activities supported by ZKGI on sponsorship bases for deriving marketing benefits for its products or services;
- (vi) Activities carried out for fulfilment of any other statutory obligations under any law in force in India.

STATEMENT OF COMMITMENT

ZKGI, at all times, is committed to:

- (i) Engage with communities to understand their material expectations and concerns, and will consider these material expectations and concerns to design its CSR agenda.
- (ii) Implement, monitor, review and evaluate CSR initiatives to achieve the desired outcomes in a transparent manner.
- (iii) Undertake projects in the areas of inter-alia promoting education, enhancing vocational skills and livelihood, promoting preventive healthcare, environment and sustainable development, sports and others including reducing inequalities faced by socially and economically backward groups, promoting gender equality, relief and rehabilitation, and interventions towards a cleaner India with the aim to serve communities at large and to transform their lives.
- (iv) Collaborate with governmental agencies, non-governmental agencies (“NGOs”) and/or other institutions to collectively deliver the community development initiatives and support such agencies and institutions with appropriate and necessary resources.
- (v) Ensure that surplus arising out of CSR initiatives is utilised to further augment the CSR agenda and that such surplus does not form part of ZKGI’s profits.
- (vi) Comply with all legal provisions applicable for CSR and adopt best industry practices, wherever feasible.

GUIDING PRINCIPLE FOR IMPLEMENTATION OF CSR ACTIVITIES

Given the enormity of India's social development requirement, ZKGI will either directly implement its CSR projects and programmes, and /or engage with eligible agencies, meeting the minimum criteria as set out under the heading 'Implementing Agency'

DIRECT CSR PROJECTS

CSR Projects undertaken, executed and implemented by itself (ZKGI) under its Direct CSR Projects may include engagement and involvement of all stakeholders including employees, across Indian geography, and for the purpose of implementation and monitoring, ZKGI may also engage third party organisations / consultants etc. However, for ZKGI's Direct CSR Projects, the onus of responsibility on implementing and monitoring rests with ZKGI.

CSR PROJECTS WITH IMPLEMENTING AGENCIES

CSR Project Implementing Agency in the CSR context means ZKGI engaging with an NGO/Agency to implement its CSR Projects i.e., ZKGI CSR Projects funded by it, thus, ZKGI is the CSR funding organisation, and the project is implemented by / through the implementing agency. Further, it is clarified that ZKGI's responsibility and liability is restricted to impact outcomes of its CSR Projects only and in no manner will ZKGI will be responsible or held liable for any acts of omission and commission, and such other civil and criminal liabilities of its implementing agencies

IMPLEMENTING AGENCIES

The Board shall ensure that the CSR activities are undertaken by ZKGI directly or through any of the entities registered with the Central Government under the CSR Rules including:

- (i) 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 Sections 12A and 80 G of the Income Tax Act, 1961, established by the company, either singly or along with any other company; or
- (ii) 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
- (iii) Any entity established under an Act of Parliament or a State legislature; or
- (iv) 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 Sections 12A and 80G of the Income Tax Act, 1961, and having an established track record of at least three (3) years in undertaking similar activities.

ENGAGEMENT OF INTERNATIONAL ORGANISATIONS

“International Organisation” means an organisation as defined under Rule 2(g) of the CSR Rules, 2014. ZKGI may engage International Organisation(s) for designing, monitoring and evaluation of the CSR projects or programmes as well as for capacity building of its personnel for CSR. The CSR Committee/Board of Directors of ZKGI will ensure a transparent monitoring mechanism for ensuring effective implementation of the projects / programs/ activities proposed to be undertaken by the ZKGI in pursuance of its CSR obligations.

The CSR Committee/Board of Directors would be responsible for monitoring the approved projects and/or programmes and would ensure that the funds are utilized for the approved purpose to the satisfaction of the Board of Directors of ZKGI in the manner approved by it and shall be certified by the Chief Financial Officer or the ‘person’ in charge of financial management.

Monitoring mechanisms may include visits, meetings and progress/status reporting by the project/programme teams. ZKGI’s CSR activities will be regularly reviewed by the CSR Committee.

A system will be put in place to maintain a transparent monitoring and reporting mechanism across all the stakeholders involved in the CSR activities of ZKGI, as required under Section 135 read along with Schedule VII of the Act along with the CSR Rules, 2014, as amended from time to time and in line with the Government of India’s notifications issued from time to time.

In case of a multi-year project, having timelines not exceeding three (3) years, excluding the Financial Year in which it was commenced, undertaken by ZKGI in fulfilment of its CSR obligations (including projects that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the Board) (“Ongoing Project”), the Board shall monitor the implementation of such CSR project with reference to the approved timelines and year-wise allocation. The Board may also make modifications, for smooth implementation of such project within the overall permissible time period.

CSR PROJECT EXPENDITURE / CSR FUNDS

The Board shall ensure that in every financial year, ZKGI spends at least two (2) % of its average net profits made during the three (3) immediately preceding financial years in pursuance to the provisions of this CSR Policy and in accordance with Section 135 read with Schedule VII of the Act and CSR Rules, 2014, as amended from time to time.

For any CSR funds that remain unspent pursuant to an Ongoing Project, ZKGI shall transfer such unspent CSR funds to its Unspent Corporate Social Responsibility Account, within 30 (thirty) days from the end of the Financial Year. Such unspent CSR funds shall then be spent in accordance with the terms of this CSR Policy, within a period of three (3) Financial Years from the date of such transfer, failing which, ZKGI shall transfer the same to a Fund specified in Schedule VII of the Act, within a period of thirty (30) days from the date of completion of the third financial year.

As per the applicable law, such Unspent CSR funds, pertaining to Ongoing CSR Projects for the Financial Year, which are transferred to Unspent Corporate Social Responsibility Account will be considered as part of the 2% prescribed CSR requirement for the Financial Year.

For any unspent CSR funds that do not relate to any Ongoing Project, such unspent funds shall be transferred to the Fund specified under Schedule VII of the Act, within a period of six (6) months of the expiry of the financial year.

In case ZKGI CSR spends is less than two (2) % of its average net profits made during the three (3) immediately preceding financial years, the Board in its report made under Section 134(3)(o) of the Act, shall specify the reasons for not spending the said amount.

Any surplus arising out of the CSR activities carried on by ZKGI, shall not comprise of the business profit of ZKGI and shall be dealt with in the following manner:

- (i) Surplus to be ploughed back either into the same CSR project and/or programme; or
- (ii) Surplus to be transferred to the Unspent CSR Account and spent in pursuance of this CSR Policy and the annual action plan of ZKGI; or
- (iii) Surplus to be transferred to a Fund specified under Schedule VII of the Act; within a period of 6 (Six) months of the expiry of the financial year.

In the event that ZKGI spends an amount in excess of the requirement provided under Section 135(5) of the Act, such excess amount may be set-off against the requirement to spend under Section 135(5) of the Act, up to immediate succeeding three (3) financial years subject to the conditions that such excess amount shall not include surplus arising out of the CSR activities and the Board shall pass a resolution to that effect.

The CSR funds may also be utilized for creation or acquisition of capital asset, to be held by either the beneficiaries of the CSR project such as entities, collectives or self-help groups; a public authority; or a company incorporated under Section 8 of the Act or a registered public trust, registered society with a charitable objective and a CSR registration number.

The Board shall satisfy itself that the disbursed funds have been utilized for the purposes and in the manner approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.

CSR REPORTING

The Board's report pertaining to any Financial Year containing details of the CSR initiatives taken during such Financial Year, would include an annual report on CSR in the form and manner prescribed under Section 135 read with Schedule VII of the Act read along with the CSR Rules, 2014 as amended from time to time and in line with the Government of India's notifications issued from time to time.

BOUNDARY

While ZKGI will endeavour to implement its projects and programmes in and around the geographies where it carries its business and operations, ZKGI may also implement its CSR programmes and/or projects either directly or with implementing agencies in any geography but within India to serve and support the needy people and/or towards nation building.

KEY FOCUS AREAS

(i) CSR Focus Area: Education & livelihood

Through its CSR focus area - Education & Livelihood, ZKGI will endeavour to enhance accessibility and affordability of quality education including special education for the differently abled children and youth. ZKGI's programmes and/or projects on Education will focus on providing financial and other resource support to educational institutions comprising infrastructure, buses, scholarships and coaching to children, teachers, headmasters, principals, administrators and trustees and parents and guardians to cater a holistic learning environment for children at school and home. The activities may also include providing mid-day meals and creating relevant infrastructure such as specialized food delivery vans, utensils, kitchens, warehouses etc. and other required nutrition and health related support to the children. ZKGI's Livelihood programmes and/or projects will also work towards imparting vocational skills and development training courses to children, youth, women, war widows, war veterans, elderly, and the differently-abled including school and college dropouts or anyone who never had any formal education (illiterate) through technical, soft and trade and commerce skills which may help them earn a livelihood and/or enhance their livelihood.

ZKGI may also undertake any other programmes and/or projects which would focus on the education sector and/or livelihood sector, as may be approved by the CSR & ESG Committee.

(ii) CSR Focus Area: Healthcare

Through its CSR focus area – Healthcare, ZKGI will undertake projects and programmes directly and/or through implementing agency working in the healthcare and sanitation domain, including but not limited to improving access to healthcare facilities by providing ambulances, screening vans and mobile health units etc.

ZKGI will undertake projects and programmes in the fields of healthcare, sanitation, eradication of hunger and malnutrition, and provision of access to safe drinking water. The CSR projects and/or programmes will aim to provide preventive and curative care, palliative care, health check-up, spread awareness for prevention and cure of diseases like cancer, HIV/AIDS, tuberculosis, malaria, and other communicable and non-communicable diseases and illnesses. ZKGI will also undertake projects and programmes to sensitise communities on personal and community health and hygiene. To give life a fighting chance, ZKGI will promote, encourage and implement blood and organ donations.

ZKGI may also undertake any other programmes and/or projects which would focus on the healthcare sector, as may be approved by the CSR & ESG Committee.

(iii) CSR Focus Area: Environment & Sustainable Development

Through its CSR focus area – Environment & Sustainable Development, ZKGI will undertake projects and programmes directly and/or through organisations working in the area of maintaining ecological balance, protection of flora and fauna, animal welfare, agriculture, agro forestry, forestry, conservation of natural resources and maintaining quality of soil, air and water.

(iv) CSR Focus Area: Others (gender equality & empowerment)

ZKGI's priority will be to implement CSR projects and programmes which come under CSR Focus areas as defined in this CSR Policy statement, but it will not be restricted to these defined CSR focus areas only. On a case to case basis, ZKGI may also consider undertaking CSR programmes and/or projects on CSR focus areas which are eligible under Section 135 read with Schedule VII of the Act along with the CSR Rules, 2014 as amended from time to time and in line with the Government of India's notifications issued from time to time and as may be approved by the CSR Committee/Board of Directors.

ZKGI through implementing agency may undertake activities related to financial assistance, technology transfer, technical assistance, field trials, imparting education, promoting awareness and such other interventions that would diversify and intensify practices in conducting research and development in the areas or subjects specified in Schedule VII of the Act.

CSR IMPACT ASSESSMENT

Where in any Financial Year, ZKGI has an average CSR obligation of Rupees Ten crore or more, ZKGI shall undertake impact assessment of its CSR projects and/or programmes having outlays of Rupees One (1) crore or more and which have been completed not less than one (1) year before undertaking the impact assessment, through an independent agency. The impact assessment reports shall be placed before the Board and also annexed to the annual report on CSR. The impact assessment expenditure in any financial year shall not exceed the limit prescribed under the CSR Rules, 2014 as amended from time to time.

CSR ADMINISTRATIVE OVERHEADS EXPENSES

As per the provisions of the CSR Rules the Board shall ensure that the administrative overheads (the definition has been set out below) shall not exceed five percent of total CSR expenditure of ZKGI, or Rupees 50,00,000, whichever is lower for the financial year.

Meaning and scope of ‘Administrative Overheads’ for CSR as defined under the CSR Rules, 2014 *“Administrative overheads” means the expenses as defined under Rule 2(b) of the CSR Rules, 2014, as amended from time to time.*

GOVERNANCE FRAMEWORK

ZKGI shall have an established CSR Committee as and when applicable which will be responsible for the overall governance of CSR. The CSR Committee shall comprise of three (3) or more directors, out of which at least one (1) will be an Independent Director. However, CSR Committee will be constituted only after ascertaining the applicability of extant provisions.

While the CSR Committee/Board will be responsible to review and approve the projects/programmes under ZKGI’s CSR Policy (and the approved annual action plan), ZKGI’s CSR head and his/her team will be responsible for execution of CSR Projects / Programmes, which at all times will be within the scope of ZKGI’s CSR policy, the annual action plan, and the Act.

The CSR Committee (if constituted) will also be responsible for formulating an annual action plan in consonance with this CSR policy and recommending such annual action plan to the Board.

The annual action plan shall include the following information:

- (i) A list of CSR projects or programmes that are approved to be undertaken by ZKGI or subjects specified in Schedule VII of the Act;
- (ii) The manner of execution of such CSR projects and programmes;
- (iii) The modalities of utilization of funds and implementation schedules for the projects or programmes;
- (iv) Monitoring and reporting mechanism for the projects or programmes; and
- (v) Details of need and impact assessment, if any, for the projects undertaken by ZKGI

Based on the recommendations of the CSR Committee and reasonable justification, the Board shall approve the Annual Action Plan for ZKGI and have the right to alter such annual action plan at any time during a Financial Year.

INFORMATION DISSEMINATION

- (i) Appropriate documentation of ZKGI’s CSR Policy, annual CSR activities, implementing agencies, and expenditure entailed will be undertaken on a regular basis and the same will be available in the public domain.
- (ii) CSR initiatives of ZKGI will also be reported in the Annual Report of ZKGI.
- (iii) This CSR Policy shall be uploaded on ZKGI’s website for information of all stakeholders.

EFFECTIVE DATE OF POLICY

This CSR Policy Statement is effective from the date of Board Meeting where this Policy is approved and supersedes all earlier ZKGI's CSR Policy Statements.

REVIEW OF POLICY

This Policy would be reviewed annually or as and when there are changes.

LAW TO TAKE PRECEDENCE AND AMENDMENTS

In the event of any variation or inconsistency between the provisions of this Policy and applicable law, the provisions of the applicable law shall prevail over this Policy and the provisions of this Policy shall be deemed to have been amended so as to be read in consonance with such applicable law.