

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

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## 1. Preamble

KC Overseas is a multinational organization that empowers students around the world to access the best education by connecting international students, recruitment partners and eminent universities across the globe. We simplify the study abroad search, application, acceptance and visa process through a team of 850+ professionals.

We are the authorized representative of over **700 global** universities and institutions across 31 countries and have successfully assisted 3,70,000+ students for higher studies to popular international study destinations such as the USA, Canada, UK, Ireland, Europe, Australia, New Zealand, Singapore and many more.

Our network spans 65+ global offices across India, Bangladesh, Ghana, Kenya, Malaysia, Nepal, Nigeria, Pakistan, Philippines, Sri Lanka and Vietnam.

KC Overseas is cognizant of its responsibility towards society. Being committed to ethical business conduct, KC Overseas would like to channelize some of its resources towards the betterment of society through targeted initiatives, activities and monetary support ("CSR programs").

## 2. Objective of this document

KC Overseas' Corporate Social Responsibility Policy (this document) is aimed at defining the organizational framework through which its CSR programs will be carried out. The document outlines the various levels of decision making, executive responsibilities, program selection, reporting and monitoring mechanisms.

Through this Policy, KC Overseas also intends to keep its CSR programs in focus of its management to achieve sustained results. This policy is applicable to KC Overseas Education Private Limited.

This Policy has been formulated in compliance with the section 135 of the Companies Act, 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014 and such other rules and regulations, circulars and notification as may be applicable and as amended from time to time and will inter alia, provide for the following:

- ♣ the approach and direction given by the board of a company, taking into account the recommendations of its CSR Committee, and includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan;
- ♣ Establishing a guideline for compliance with the provisions of regulations to dedicate a percentage of company's profits for social projects.
- ♣ Ensuring the implementation of CSR initiatives in letter and spirit through appropriate procedure and reporting.

- ♣ Creating opportunities for employees to participate in social responsibilities.

### 3. Guiding Principles

- KC Overseas have identified the below as the thrust areas of its CSR programs:
  - **Skill Development** by way of creating opportunities at KC Overseas for young talent employable as apprentices under the National Skill Development Mission.
  - **Underprivileged sections of the society:** Resettlement, medical treatment, education/training, clothing and shelter, etc. for the underprivileged like handicapped, mentally retarded, blind and the deprived, etc.
  - **Sustainable environment:** Encouraging innovations and use of renewal sources of energy, pollution control, restoration of biodiversity, plantations (new and survival), cleanliness of public places, etc.

The above thrust areas and the CSR programs thereunder are to be compliant with the Schedule VII of the Companies Act 2013. The programs than can be undertaken as per the said Schedule are given in Annexure-I.

- The above list of thrust areas is only an indicative list and can be changed with need and time. The skilling and employment thrust will be driven by the HR function of the company and no separate involvement of other employees is necessary, except by way of references.
- The social programs of KC Overseas towards the underprivilege sections of the society and sustainable environment shall comprise of efforts-based initiatives as well as only monetary support under the given thrust areas.
- KC Overseas believes that an efforts-based program or initiative will be successful if those participating in it are convinced about the benefits accruing out the program to the beneficiary. As such, the framework outlined in this document encourages ideas, initiatives and participation of its employees in the CSR programs.
- Any programs which are exclusively for the benefit of KC Overseas employees, or their family members shall not be considered as CSR programs.
- KC Overseas shall give preference to the local area or the area where it is operating its business.
- Any incidental income arising out of the CSR activities programs shall not form the part of business profit of the Company and shall only be allocated to future CSR programs.

### 4. Organisational Responsibilities

#### a) Role of the Board of Directors

- Ensure that the CSR activities included in this Policy are undertaken by the Company.

- The Board of the company may decide to undertake its CSR activities approved by the CSR Committee, through a registered trust or a registered society or a company established under section 8 of the Companies Act 2013, by the company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, or otherwise provided that – If such trust, society or company is not established by the company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, it shall have an established track record of three years in undertaking similar programs or projects/activities;
- Ensure that in each financial year the Company spends at least 2% of the average net profits of the company made during the three immediately preceding financial years, calculated in accordance with Section 198 of the Companies Act 2013. Further, while spending the amount earmarked for CSR activities, preference should be given to local areas and areas around the company where it operates;
- Specify the reasons for under/ not spending the CSR amount in the Board's Report.

#### **b) Board CSR Committee**

The Board of directors of the company has constituted a Corporate Social Responsibility Committee of the Board ("Board CSR Committee") consisting of two Directors.

- Mrs. Nalini Agrawal- Chairperson
- Mr. Pankaj Agrawal- Member

The Board of Directors is empowered to elect / appoint or end the appointment of members of the Board CSR Committee through a majority decision. The Board CSR Committee's responsibilities are:

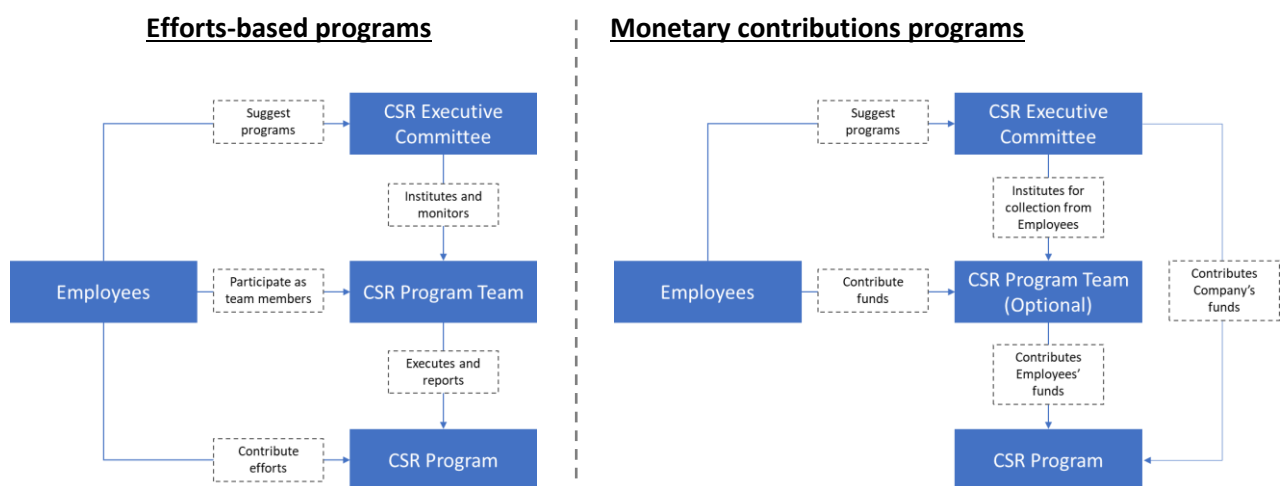
- To constitute a CSR executive committee to administer the CSR programs.
- To appoint members to the CSR executive committee.
- To communicate the thrust areas of social programs to the CSR executive committee.
- To consider and approve or reject the recommendations of the CSR executive committee of the long-term CSR programs to be undertaken.
- To consider and approve or reject the recommendation of the CSR executive committee of the annual CSR budgets.
- To consider and approve or reject any other recommendations of the CSR executive committee.
- To oversee the smooth and effective functioning of the CSR executive committee.
- To report to the Board of directors the progress of the CSR programs undertaken, the financial outlay of the programs, the spends of the program in a given period of time, and any such information in relation to CSR as asked for by the Board.

- To ensure reporting of CSR spendings to the Ministry of Corporate Affairs in prescribed formats, and compliance with the provisions of section 135 of the Companies Act 2013.
- The Board CSR committee shall meet every quarter on assess the progress of the ongoing CSR programs.

### c) CSR Program Teams

The CSR Executive Committee shall institute CSR Program teams for efforts-based CSR programs. The teams shall be responsible for soliciting volunteers from the employees, suggesting the manner of execution of the program, ensure compliance with the financial outlay, and report the progress to the CSR executive committee.

## 5. Program Execution Framework



The employees are encouraged to come forward to suggest programs – whether efforts-based or of monetary contributions.

In case of programs requiring monetary contributions from the employees, the CSR executive Committee may institute a CSR program team only to manage voluntary contributions from the employees and shall not get involved in the same. The CSR executive Committee shall make company's contribution directly to the program.

## 6. CSR Expenditure:

Board of Directors of the company and the Board CSR committee shall ensure that:

- If the company fails to spend such amount, the Board shall, in its report made under clause (o) of sub-section (3) of section 134, specify the reasons for not spending the amount and, unless the unspent amount relates to any ongoing project referred to in sub-section (6) of section 135, transfer such unspent amount to a fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

- Provisions of section 135 (6) shall be applicable for any amount remaining unspent under sub-section (5) of section 135 of the Companies Act 2013.
- CSR administrative overheads shall not exceed five percent of total CSR expenditure of the company for the financial year.
- Any surplus arising out of the CSR activities shall not form part of the business profit of a company and shall be ploughed back into the same project or shall be transferred to the unspent CSR account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a fund specified in Schedule VII, within a period of six months of the expiry of the financial year.
- Where a company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of [section 135](#) up to immediate succeeding three financial years subject to the conditions that -
  - i) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in pursuance of sub-rule (2) of CSR rule 7 i.e. CSR expenditure.
  - ii) the Board of the company shall pass a resolution to that effect.

## 7. Disclosure of the policy

The composition of the CSR Committee, CSR Policy and projects (if any) approved by the Board of directors shall be displayed on the company's website and shall be disclosed in the Board's report as well.

## 8. CSR Reporting

The Board report of a company shall include an annual report on CSR containing particulars specified in annexure to the Companies (Corporate Social Responsibility Policy) Rules, 2014 as per the prescribed format.

## 9. Miscellaneous

This policy shall be updated from time to time, by the Company in accordance with the amendments, if any, to the Companies Act, 2013, rules made thereunder or any other applicable enactment for the time being in force.

**ANNEXURE-I: List of activities that can be undertaken as CSR programs.**

(As per Schedule VII, Companies Act 2013)

- (i) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach 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 Defence 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.