

Jefferies India Private Limited
- Corporate Social Responsibility (CSR) Policy

As approved by the Board of Directors on March 24, 2021

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I. Name:

The Policy is called the **“Jefferies India Private Limited - Corporate Social Responsibility (CSR) Policy”**.

II. Vision statement:

Our defined core purpose is to act with respect and consideration for the communities in which we operate. We are committed in engaging constructively with the communities in which it invests its funds. We believe in “Looking beyond business” and strives to create a positive impact on the communities it serves and on the environment.

We are a channel for corporate giving and community engagement globally. We, being a socially responsible citizen, have decided to undertake the CSR activities and will partner with, and support, charities and non-profit organizations and such other organisations as prescribed under the statute.

III. Definitions:

- **"Act"** means the Indian Companies Act, 2013.
- **"Corporate Social Responsibility (CSR)"** means and includes but is not limited to: -
 - a) Projects or programmes relating to activities specified in Schedule VII to the Act or
 - b) Projects or programs relating to activities undertaken by the Board of Directors of the Company in pursuance of recommendations of the CSR Committee of the Board as per declared CSR policy of the company subject to the condition that such policy will cover subjects enumerated in Schedule VII of the Act (including any statutory modifications or amendments made thereof).
- **"CSR Committee"** means the Corporate Social Responsibility Committee of the Board referred to in Section 135 of the Act.
- **"CSR Policy"** relates to the CSR outlook of the Company and the activities to be undertaken by the company as specified in Schedule VII to the Act and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of the Company.

IV. CSR Policy requirements as per the Companies Act, 2013 of India and the notified Companies (Corporate Social Responsibility Policy) Rules, 2014 “Rules”:

Pertaining to the provisions of Section 135 of the Act effected from April 01, 2014 and the corresponding rules therefor, Jefferies India Private Limited (the “Company”) is required to comply with the Corporate Social Responsibility (CSR) regulations. And, the Company being a socially responsible citizen, the Company has decided to undertake the CSR activities and will partner with, and support, charities and non-profit organizations and such other organisations as prescribed under the provisions of the Companies Act, 2013, in India.

It may be noted that the term “CSR Policy” as used in the Act and the Rules notified thereunder requires the following to be included:

- a) A list of CSR projects or programs which a company plans to undertake falling within the purview of Schedule VII of the Act, specifying modalities of execution of such projects and programs and implementation schedules for the same; and
- b) Monitoring process for such programs and details of need and impact assessment, if any, for the projects undertaken by the Company provided that the CSR activities shall not include the activities undertaken in pursuance of normal course of business of the company.
- c) The surplus arising out of CSR projects or programs or activities shall not form a part of the business profits of a company.”

V. Scope:

The Company's CSR Committee and/or Board of Directors will direct charities and non-profit organizations or such other organisations as permitted under the provisions of the Act and the rules made thereunder, to utilize the funds in the following any of the areas, amongst others as enlisted in Schedule VII of the Companies Act, 2013 (including such modifications or amendments made thereof), and monitor the progress of such activities including but not limited to:

- 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;
- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
- Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- 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;
- 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;
- 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;
- Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- 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 Government for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;

- Contribution to incubators funded by Central Government or State Government or any agency or Public Sector Undertaking of 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); 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 Organization (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).;
- Rural development projects;
- 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.
- Disaster management, including relief, rehabilitation and reconstruction activities; and
- Such other activities as may be notified from time to time by Ministry of Corporate Affairs by publication in the Official Gazette of India.

The CSR projects or programs or activities undertaken by Company that benefit only the employees of the Company or their families is also not considered as a CSR activity by the Company.

VI. Funds:

The Company shall spend at least 2% of average Net Profit of preceding three financial years, net profit being calculated in accordance with Section 198 of the Act.

The Company shall ensure that its total expenditure in the year for the CSR Activities shall meet and/or exceed the statutory minimum in accordance with the Act.

VII. Implementation Structure:

The CSR activities shall be undertaken either directly or through one or more registered trusts or societies or such other organisations as defined under the Act and the Rules made thereunder, with an established track record of three years in undertaking similar programs or projects.

- a) The Company shall specify the project or programs to be undertaken through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism.
- b) The CSR projects or programs or Activities will be undertaken in India only.
- c) The Company shall not contribute any amount directly or indirectly to any political party.

- d) Any surpluses arising out of CSR projects or programmes or activities shall not form part of the business profits of the Company.
- e) The Board will ensure that the activities mentioned in CSR Policy of the Company are undertaken by the Company and will not be undertaken in pursuance of normal course of business of the Company. Where the Company fails to spend the amount then it shall mention the reasons thereof in its board report.
- f) The period/duration over which a particular programme will be spread, will depend on its nature, extent of coverage and the intended impact of the programme. The progress of CSR programmes under implementation will be reported to the Board on a timely basis.

VIII. Monitoring and Reporting mechanism:

- a) The Board's report of a Company shall include an annual report on CSR containing particulars of the CSR Activities in the manner as specified in the Rules.
- b) The Company will monitor the progress of the CSR Activities, and will provide information to the Company's CSR Committee and/or Board of Directors, as may be necessary.
- c) All projects and programmes will be monitored by the company CSR team, based on the reports and regular field visits. The monitoring process will cover both programme and financial reviews.
- d) The Board of the Company shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the person responsible for financial management shall certify to the effect.
- e) In case of ongoing project, the Board of the Company shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.

IX. Annual Action Plan:

- a) All CSR projects shall be monitored directly or indirectly by the Company. The monitoring strategy shall be as follows:
 - i. Projects directly taken up shall be monitored by the Company.
 - ii. Projects taken up through NGOs/Trusts/State/District authority shall be monitored by a joint team consisting of the representatives of both the Company and such NGO/Trust/Authority.
 - iii. At times, the representative of the Company may also independently review the performance of the projects.
- b) The respective monitoring teams above shall be responsible for providing periodic progress reports to the Company. Such teams will ensure that the project gets completed within the specified time period. The Company may also appoint specialized agency/consultants for monitoring the projects, if required.
- c) The progress report of the projects undertaken shall be reported as under:
 - i. The respective monitoring teams shall make a quarterly report to the CSR Committee.
 - ii. The CSR Committee shall present an annual report on the performance of all projects/activities to the Board of Directors.

- d) The impact assessment would be conducted by an external agency, particularly for larger projects which have a significant social or economic impact. The impact assessment study shall be conducted wherever applicable after the project completion and necessary minimum gestation period.
- e) All CSR activities and expenditures made thereon shall be subject to audit by the Company's Auditors.

X. CSR Committee:

The Company is required to constitute a Corporate Social Responsibility Committee (hereinafter referred to as 'CSR Committee') which shall frame and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act or any amendment from time to time.

The Board Members selected by the Board of the Company by passing a resolution shall be part of the CSR Committee.

XI. Responsibility of the CSR Committee:

The Responsibilities of the CSR Committee include:

- To recommend, review and oversee the CSR Policy and CSR Annual Action Plan;
- To recommend to the Board of Directors the CSR activities to be undertaken and the amount of expenditure for CSR activities;
- Monitoring CSR activities from time to time.