

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY 2025
SMAS AUTO LEASING INDIA PRIVATE LIMITED

Document Title	Corporate Social Responsibility Policy
Version	1.1
Applicable to	SMAS Auto Leasing India Private Limited
Purpose	<p>To provide guidelines for:</p> <ul style="list-style-type: none"> ▪ Outlining the CSR objectives and activities of the Company; ▪ Establishing a structured framework for identifying, implementing, and monitoring CSR activities; ▪ Contribution to sustainable development and community welfare; ▪ Enhancing transparency and accountability in the utilization of CSR funds; ▪ Ensuring compliance with the provisions of Section 135 of the Companies Act, 2013 read with Schedule VII of the Companies Act, 2013, the Companies (CSR Policy) Rules, 2014, and the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 (as amended from time to time); ▪ Aligning the CSR initiatives of the Company with its core values and business philosophy.
Effective date of document	<i>March 31, 2025</i>
Release Date	<i>March 31, 2025</i>
Recommended by	CSR Committee
Approved by	Board of Directors of the Company
Date of last review	<i>March 24, 2025</i>
Date of next review/ reissue	<i>March 24, 2026</i>
Version History	Refer to <u>Schedule II</u> of this policy document

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1. INTRODUCTION

SMAS Auto Leasing India Private Limited (hereinafter referred to as "**SMAI**" or the "**Company**"), incorporated on November 27, 2013, is a private limited company headquartered in New Delhi, India, having its registered office at office no. 404, 4th floor Worldmark-2, Aerocity Hospitality District, New Delhi-110037, India, with regional offices in Mumbai, Bangalore, Chennai, and Hyderabad. The Company is a leading provider of innovative and sustainable auto leasing solutions in India, specialising in vehicle leasing services, including passenger cars and commercial vehicles, as well as fleet management services.

The Company is incorporated as a joint venture between Sumitomo Mitsui Auto Service Company Limited and Sumitomo Corporation, Japan. It has a varied customer base of corporate and commercial fleet owners spanning across multiple industry verticals including information technology, manufacturing, real estate, financial institutions, logistics, consulting, etc.

In line with international group standards and its sustainability objectives and values, the Company is committed to creating value for its stakeholders while contributing to the socio-economic development of the communities in which it operates in India. The Company is committed to and conducts its business activities lawfully and in a manner that is consistent with its compliance obligations to meet the highest ethical standards.

2. OBJECTIVE OF THE COMPANY

As a responsible corporate entity, SMAI is committed to conducting its business lawfully, ethically, and in a socially responsible manner, ensuring fairness to all stakeholders. This Corporate Social Responsibility (CSR) Policy aligns with Section 135 and Schedule VII of the Act (*defined hereinafter*) and the Rules (*defined hereinafter*), including any amendments thereto (collectively referred to as "**Regulations**").

The Corporate Social Responsibility (CSR) policy of SMAI ("**Policy**") reflects SMAI's commitment to contribute meaningfully to society beyond mere compliance. In line with the Regulations, the Company pledges to integrate CSR activities into its corporate framework to foster sustainable development, uplift underprivileged communities, and protect the environment. This Policy serves as a guiding document to ensure that CSR initiatives are undertaken systematically and in accordance with the applicable Regulations.

3. DEFINITIONS

In this Policy, unless the context otherwise requires:

- 3.1. "**Act**" means the Companies Act, 2013, including any amendments thereto;
- 3.2. "**Administrative Overheads**" means the expenses incurred by the Company for 'general management and administration' of the CSR functions in the Company but shall not include the expenses directly incurred for designing, implementation, monitoring, and evaluation of a particular CSR Project;
- 3.3. "**Annual Action Plan**" means an annual action plan in pursuance of the Regulations, formulated and recommended to the Board by the CSR Committee, which shall include the actions as specified under Section 10.3 of this Policy;
- 3.4. "**Board**" means the board of directors of the Company;
- 3.5. "**CSR**" has the meaning ascribed to "Corporate Social Responsibility", as defined under Section 135 of the Act;
- 3.6. "**CSR Budget**" shall mean the amount allocated for CSR activities, calculated as the rate of 2% (two percent) of the average net profits of the Company for the preceding 3 (three) financial years;
- 3.7. "**CSR Committee**" shall mean the committee constituted by the Board for overseeing and monitoring the CSR activities of the Company;
- 3.8. "**CSR Expenditure**" means the amount recommended by the CSR Committee to be incurred on the CSR Projects in India in terms of the Regulations, as approved by the Board, from time

to time. The details of total CSR Expenditure for FY 2024-25, incurred by the Company, is detailed under Schedule I of this Policy;

- 3.9. “**CSR Project(s)**” shall mean the CSR activities and initiatives undertaken by the Company in areas specified in Schedule VII of the Act, and as specifically enumerated under Section 6;
- 3.10. “**Ongoing Project**” means a multi-year project undertaken by the Company in fulfilment of its CSR obligations having timelines not exceeding three years, excluding the financial year in which it commenced, and shall include such CSR Projects that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the Board based on reasonable justification;
- 3.11. “**Rules**” shall mean the Companies (Corporate Social Responsibility Policy) Rules, 2014, read with the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, as amended, modified and replaced from time to time;
- 3.12. “**Surplus**” shall mean any income generated from spending on CSR activities, and includes interest income earned on funds provided under CSR, revenue received from the CSR Projects, disposal/sale of materials used in CSR Projects, and other similar income sources; and
- 3.13. “**Unspent Funds**” shall mean any unspent and/ or remaining funds under the CSR Budget for a relevant financial year, which shall be reinvested into CSR activities as per the Regulations.

4. CSR APPROACH AND GUIDING PRINCIPLES

4.1. Core Values of the Company:

Integrity	Upholding the highest standards of ethics and transparency in all operations.
Sustainability	Promoting environmentally responsible practices and sustainable development.
Innovation	Leveraging technology and innovation to drive positive change.
Community Focus	Empowering communities through inclusive and impactful initiatives.
Accountability	Ensuring responsible utilization of resources and measurable outcomes.

4.2. Philosophy:

The Company believes that its success is intertwined with the well-being of society and the environment. Through its CSR initiatives, the Company aims to address critical social, economic, and environmental challenges, aligning its efforts with national priorities and global sustainability goals. The Company recognizes that CSR initiatives go beyond mere compliance as they represent a commitment to supporting efforts that significantly protect the environment, promote education, and enhance the lives of those in need.

4.3. Guiding Principles:

- 4.3.1. The Policy of the Company shall be guided by the applicable regulatory frameworks, international standards & best practices, and industry norms, including those mentioned below:
 - (i) Section 135 of the Act and the Regulations;
 - (ii) State as well as national laws & statutes related to social development contribution by corporates.
- 4.3.2. In all circumstances the provisions of Section 135 of the Act and the Regulations shall prevail over any other rule/convention best practice, which shall be adhered to by the Company.
- 4.3.3. The CSR Policy of the Company will be applicable in close coordination with the Company's group policies, as permissible within the ambit of the Regulations.

- 4.3.4. The Policy would be subject to review by the Board, to incorporate and/or amend, as deemed necessary.

5. **SCOPE AND APPLICABILITY OF THE CSR POLICY**

The Policy applies to all CSR activities undertaken by the Company, including:

- 5.1. Allocation of CSR Budget.
- 5.2. Identification and selection of CSR Projects.
- 5.3. Implementation, monitoring, and evaluation of CSR Projects.
- 5.4. Reporting and disclosure of CSR activities conducted by the Company during a financial year.

The Policy applies to all employees, directors, and stakeholders involved in the Company's CSR activities.

6. **CSR INITIATIVES OF THE COMPANY**

- 6.1. Under the requirements of the Regulations, the Company's CSR Projects, amongst others, will focus on one or more of the following:
- 6.1.1. **Hunger and Health**: Eradicating hunger, poverty and malnutrition, promoting health care including preventative health care and sanitation, including contribution to the Swach Bharat Kosh set-up by the Government of India for the promotion of sanitation, and making available safe drinking water;
 - 6.1.2. **Education and Vocational Skills**: Promoting education, including special education and vocational skills training for children, women, the elderly, and persons with disabilities, alongside livelihood enhancement projects;
 - 6.1.3. **Gender Equality and Empowerment**: 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;
 - 6.1.4. **Environmental Sustainability**: Ensuring environmental sustainability and ecological balance through the protection of flora and fauna, animal welfare, agroforestry, and conservation of natural resources, while maintaining the quality of soil, air, and water. This includes contributions to the Clean Ganga Fund set up by the Government for the river Ganga's rejuvenation;
 - 6.1.5. **Cultural Heritage**: 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;
 - 6.1.6. **Support for Armed Forces Personnel**: Initiatives aimed at benefiting armed forces veterans, war widows and their dependents, as well as veterans of the Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF);
 - 6.1.7. **Sports Development**: Providing training programs to promote rural sports, nationally recognized sports, as well as Paralympic and Olympic sports;
 - 6.1.8. **Financial Contributions**: Financial support to recognized agencies and funds, including:
 - (i) Contributions to the Prime Minister's National Relief Fund or the PM CARES Fund, or any other government-established fund aiding socio-economic development, relief, and welfare of marginalized communities.
 - (ii) Contributions to incubators or research and development projects in science, technology, engineering, and medicine, funded by government entities.
 - (iii) Contributions to public universities, Indian Institutes of Technology (IITs), National Laboratories, and other research bodies engaged in Sustainable Development Goals (SDGs) research;
 - 6.1.9. **Rural Development Projects**: Initiatives focused on the development of rural areas;
 - 6.1.10. **Slum Development**: Programs aimed at the development of slum areas recognized by the Central or State Government or any relevant authority;
 - 6.1.11. **Disaster Management**: Activities related to disaster management, encompassing relief, rehabilitation, and reconstruction efforts; and

6.1.12. Additional Activities: Any other activities as specified by the Government of India and approved by the CSR Committee.

6.2. Exclusions:

Following the provisions stated under the Regulations, the following activities will not be categorized as CSR activities, and any funds allocated for them will not be included in the computation of CSR Expenditure:

- 6.2.1. activities undertaken by the Company in pursuance of its normal course of business;
- 6.2.2. activities undertaken by the Company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;
- 6.2.3. contribution of any amount directly or indirectly to any political party under Section 182 of the Act;
- 6.2.4. activities undertaken for the sole benefit of the employees of the Company;
- 6.2.5. activities supported by the Company on sponsorship basis for deriving marketing benefits for its products or services; and
- 6.2.6. activities carried out for fulfilment of any other statutory obligations under any law in force in India.

7. COMPOSITION OF THE CSR COMMITTEE

7.1. The CSR Committee of the Board will oversee and periodically assess the Company's CSR initiatives. It will propose the Annual Action Plan for CSR to the Board for approval, detailing resource requirements and allocations across various locations. The composition of the CSR Committee is outlined as follows:

S. No.	Name	Designation
1.	Hidenaga Aoki	Managing Director
2.	Kazuhiro Hasumi	Director
3.	Rajesh Arora	General Manager
4.	Amit Singh	Company Secretary & General Counsel

7.2. The chairperson of the CSR Committee shall be a member of the Board, having experience in the areas of social development, sustainability, or corporate governance. The chairperson will lead the CSR Committee, oversee its functioning, and ensure effective decision-making.

8. CSR BUDGET AND EXPENDITURE

8.1. The Board shall ensure that the Company allocates and utilizes an amount not less than the CSR Budget for implementing CSR Projects in compliance with the Policy, in a given financial year.

8.2. The Company's Administrative Overheads shall not exceed 5 % (five percent) of total CSR Expenditure for the financial year.

8.3. The Company shall transfer any Unspent Funds at the end of a financial year to a fund specified in Schedule VII of the Act (“**Government Fund**”) within six months from the end of the financial year, unless the Unspent Funds relate to an Ongoing Project.

8.4. The Company shall ensure that any Surplus generated and/ or arising from the CSR Projects of the Company shall not form part of the business profits of the Company. Such Surplus shall, either be:

- 8.4.1. ploughed back into the same CSR Project from which it was generated; or
- 8.4.2. transferred to an unspent CSR account and spent in pursuance of the Policy and Annual Action Plan of the Company; or

8.4.3. transferred to a Government Fund,
within a period of six months of expiry of the financial year.

- 8.5. In the event any Unspent Funds are earmarked towards Ongoing Projects (“**Ongoing Project Funds**”), the Company shall within a period of 30 (thirty) days from the end of the relevant financial year, transfer such Ongoing Project Funds to a special account opened by the Company with a scheduled bank, designated as the ‘*Unspent Corporate Social Responsibility Account*’.

Such Ongoing Project Funds shall be spent by the Company in pursuance of its obligations under the Policy within a period of three financial years from the date of transfer, failing which the Company shall within a period of 30 (thirty) days from the date of completion of the third financial year, transfer any remaining Ongoing Project Funds to a Government Fund.

- 8.6. In the event the Company spends an amount over the CSR Budget for a relevant financial year, it may set off such excess CSR Expenditure against the CSR Budget of the immediate 3 (three) succeeding financial years, subject to:
- 8.6.1. the excess amount available for set off shall not include any Surplus arising out of the CSR Projects; and
- 8.6.2. the Board having passed the necessary resolution to this effect, as per the Act.

9. **MODALITIES FOR EXECUTION OF CSR PROJECTS**

- 9.1. The CSR Projects will be carried out either directly by the Company, or through:

- 9.1.1. a company established under Section 8 of the Act, 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 Section 80-G of the Income Tax Act, 1961, established by the Company, either singly or along with any other company; or
- 9.1.2. 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
- 9.1.3. any statutory body established under an act of Parliament or a State legislature to undertake activities covered under Schedule VII of the Act; or
- 9.1.4. 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 Section 80 G of the Income Tax Act, 1961,

having an established track record of at least three years in undertaking similar activities.

The entities identified under Sections 9.1.1, 9.1.2, 9.1.3 and 9.1.4 above, shall collectively be referred to as “**Recognized Agencies**”.

- 9.2. Prior to undertaking CSR Projects through Recognized Agencies, the Company shall ensure that such Recognized Agencies are registered with the Central Government, by filing Form CSR-1 with the Registrar of Companies (ROC). The Company shall obtain the necessary documentation, including the CSR registration number, from the Recognized Agencies and the Recognized Agencies shall execute a memorandum of understanding with the Company, as per the template provided under Schedule V of this Policy.
- 9.3. In addition to carrying out CSR Projects by itself and/ or through Recognized Agencies, the Company may also collaborate with other companies (as approved by the CSR Committee) for undertaking CSR Projects. Provided that the CSR Committee and the respective CSR committees of such companies shall report independently and separately on such CSR Projects, in accordance with the Regulations to ensure transparency and accountability.
- 9.4. Subject to approval from the CSR Committee, the Company may also engage international organisations for designing, monitoring and evaluation of the CSR Projects under its Policy as well as for capacity building of its personnel for undertaking CSR activities.

- 9.5. The Company shall ensure that preference is given to the local area and the areas around which it operates, for conducting and implementing its CSR Projects. The Company will thus give preference to conducting CSR activities in the geographical areas/ locations where it has its operations, i.e., New Delhi, Mumbai, Bangalore, Chennai, and Hyderabad. However, in pursuance of the Company's sustainability objectives and goals, the CSR Committee may also identify other geographical locations/areas, as it may deem fit, and recommend the same to the Board for undertaking CSR Projects.

10. **RESPONSIBILITIES OF THE CSR COMMITTEE OF THE COMPANY**

- 10.1. The CSR Committee shall undertake its statutory obligations under the Regulations, and shall work under the oversight of the Board. The CSR Committee shall deploy the funds of the CSR Budget in the manner permissible under the Regulations, in focus areas identified under Section 6 of this Policy.
- 10.2. The CSR Projects shall be carried out under the overall direction and supervision of the CSR Committee. The CSR Committee shall hold meetings as and when required, to discuss various issues on implementation of the Policy of the Company.
- 10.3. **Annual Action Plan**: The CSR Committee shall formulate and recommend to the Board, an Annual Action Plan, which shall include:
- 10.3.1. list of the CSR Projects that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
 - 10.3.2. manner of execution of the CSR Projects;
 - 10.3.3. modalities of utilisation of funds and implementation schedules for the CSR Projects;
 - 10.3.4. monitoring and reporting mechanism for the CSR Projects; and
 - 10.3.5. details of need and impact assessment, if any, for the CSR Projects undertaken by the Company.

11. **RESPONSIBILITIES OF THE BOARD**

Subject to compliance with the Regulations, the Board shall:

- 11.1. approve the Policy (as amended, modified, revised and/ or replaced, from time to time) formulated and recommended by the CSR Committee;
- 11.2. approve and implement the Annual Action Plan as proposed by the CSR Committee;
- 11.3. modify the approved Annual Action Plan for the relevant financial year, based on the recommendations and justifications provided by the CSR Committee;
- 11.4. ensure that the Company's CSR Projects are executed in a timely manner;
- 11.5. ensure that the CSR Expenditure allocated by the Company is utilized for the purposes and in the manner approved by it. The Chief Financial Officer or the individual responsible for the Company's financial management will provide a certification to confirm this;
- 11.6. subject to Section 8 above, if there are any unspent amounts from the CSR Budget for a financial year, the Board will disclose the reasons for the underutilization in its report as required under the Regulations;
- 11.7. For any Ongoing Projects, the Board will oversee their implementation following the approved timelines and yearly allocations. It may make necessary modifications to ensure smooth execution of the CSR Projects within the allowable timeframe and in alignment with the Policy.

12. IMPLEMENTATION AND MONITORING PROCESS

12.1. All CSR Projects shall be selected, planned, and implemented through a structured 4-pronged process:

1.	Identification	Determining the CSR Projects to be undertaken;
2.	Planning	Developing an Annual Action Plan for the execution of the identified CSR Projects;
3.	Execution	Implementing the Annual Action Plan under CSR Projects;
4.	Monitoring	Regularly track and evaluate the progress and impact of CSR projects as per the Policy.

12.2. If the Company decides to plan and/or implement CSR Projects in any financial year in collaboration with Recognised Agencies, the selection and onboarding of such Recognised Agencies shall be made in compliance with Section 9 above.

12.3. The planning and execution of the CSR Projects shall be conducted in a time-bound manner, ensuring adherence to the Regulations.

12.4. The Company shall ensure that all processes are transparent, accountable, and aligned with the overall CSR objectives of the Company and the Policy.

12.5. The following administrative framework has been established for the implementation of CSR activities under the Policy:

12.5.1. A head of the CSR Projects (“**Project Head**”) shall be appointed to lead and oversee the Company’s CSR Projects. The Project Head shall report to the CSR Committee, and shall provide necessary assistance to the CSR Committee as required for the effective execution of this Policy;

12.5.2. After evaluating the details submitted by proposing organizations/ Recognized Agencies for a proposed CSR Project (including the information as outlined under Schedule III of this Policy), the Project Head shall be responsible for identifying the appropriate Recognised Agencies in compliance with the Regulations and Policy;

12.5.3. The Company shall ensure that sufficient manpower and resources are provided to the Project Head to facilitate efficient execution of CSR Projects;

12.5.4. The Project Head shall prepare and submit reports in the prescribed statutory format as mandated under the Regulations. Additionally, the Project Head shall provide periodic reports to the CSR Committee, detailing the actual expenditure in comparison to the budgeted allocation of CSR funds;

12.5.5. The Project’s Head shall also undertake the following responsibilities:

- (i) Regularly monitor the progress and implementation of CSR Projects;
- (ii) Establish and communicate clear timelines for the execution of CSR Projects;
- (iii) Ensure that all CSR Projects are conducted in alignment with the Policy; and
- (iv) Submit periodic progress reports to the CSR Committee for review and evaluation.

13. REVIEW AND REPORTING MECHANISM

13.1. To ensure transparency, accountability, and alignment with the Company’s CSR objectives and Policy, the evaluation and assessment of CSR Projects undertaken by the Company will be conducted by the Company’s management.

13.2. The Recognized Agency/ beneficiary identified for undertaking any CSR Project shall periodically provide all required details, including information mentioned under Schedule IV of this Policy, for updating the progress and milestones of the CSR Projects.

13.3. Upon completion of the assessment, a detailed report outlining the findings, progress, and outcomes of the CSR Projects will be prepared and submitted to the Board for their review and consideration.

13.4. An annual report of the CSR Projects of a financial year, in the format specified under Annexure II of the Rules, shall form part of the report of the Board.

13.5. The Company shall furnish a report on CSR in Form CSR-2 to the ROC for the preceding financial year, under the Companies (Accounts) Rules, 2014, as amended, modified or replaced, from time to time.

14. MISCELLANEOUS

14.1. Disclosure of CSR Policy:

14.1.1. The Company shall publish this Policy, details of the CSR Committee's composition, and the CSR Projects approved by the Board on its website, in compliance with the Regulations.

14.1.2. All CSR initiatives undertaken by the Company shall be conducted with transparency and communicated to its various stakeholders.

14.2. Amendment and review:

14.2.1. This Policy shall be periodically reviewed and amended as deemed necessary by the Board and the CSR Committee. In case of any inconsistency between the terms of this Policy and applicable laws, the provisions of the applicable laws shall take precedence; and

14.2.2. Any amendments or modifications to the Regulations shall automatically apply to this Policy and shall override any conflicting provisions herein from the date such amendments are notified.

14.3. In the event of any ambiguity regarding the provisions of this Policy or matters not explicitly addressed herein, the matter shall be referred to the CSR Committee. The interpretation and decision of the CSR Committee in such cases shall be considered final and binding.

14.4. The Company, subject to compliance with all applicable laws, rules, regulations, including the Regulations, shall reserve the right to modify, add, or amend, this Policy.

14.5. Effectiveness: This Policy has been approved and adopted by the Board during its meeting held on **September 19th, 2024**, and shall come into effect from that date.

SCHEDULE I

CSR Expenditure of SMAS Auto Leasing India Private Limited for the financial year, 2024-25

S. No.	Name of the CSR Project	Category under Schedule VII of the Act	Location of the CSR Project	Amount spent on the CSR Project (in INR)	Mode of implementation	Status
1.	Give Me Trees Trust- Tree plantation	iv	Noida, Uttar Pradesh	400,000/-	Recognized Agency	Completed
2.	National Association for the Blind-Empowering Visually Impaired Students through Technology and Transportation	ii	Delhi	500,000/-	Recognized Agency	Completed
3.	The Earth Saviours Foundation-Supporting well-being initiatives for less privileged senior citizens & neuro diverse people	iii	Gurgaon, Haryana	300,000/-	Recognized Agency	Completed
4.	Society For the Aid of Mentally Handicapped – Samadhan-Enhancement of Services to Children with Intellectual Disabilities	ii	Delhi	300,000/-	Recognized Agency	Completed
5.	Amar Jyoti Charitable Trust- Provide education, pre-vocational skills development training, medical and rehabilitation facilities	ii	Delhi	300,000/-	Recognized Agency	Completed
6.	Touch & Treat Animal Trust- Help Rescue & Feed the Strays	iv	Noida, Uttar Pradesh	300,000/-	Recognized Agency	Completed
7.	Neighborhood Woof- Pawsitive Diagnostics	iv	Delhi	315,000/-	Recognized Agency	Completed
8.	Gakko Bunka Education Society-Child Education	ii	Delhi	1,200,000/-	Recognized Agency	Completed
9.	SOS Children's Villages of India-Digital Literacy	ii	Faridabad, Haryana	300,000/-	Recognized Agency	Completed
Total CSR expenditure for FY 2024-25					3,915,000/-	

SCHEDULE II

Version History of the CSR Policy

Version	Name of the CSR Policy	Approved by the Board on the meeting of the Board, dated	Prepared by	Release Date
1.0	Original CSR Policy	September 19, 2024	Amit Singh	-
1.1	CSR Policy	September 19, 2024	Amit Singh	March 31, 2025

SCHEDULE-III

Specific details required for examination of CSR proposals (Format)

S. No.	Particulars	Details
1.	Primary focus area(s) of the proposed CSR Project	-
2.	Name of the proposing organization/ Recognized Agency with necessary background & track record	-
3.	Whether the organization meets the eligibility criteria specified under the Regulations and the Policy	-
4.	Name / Title of the proposed CSR Project	-
5.	Brief introduction of the proposing organization/ Recognized Agency	-
6.	Expected benefits, outcomes, or targets under the proposed CSR Project, including in quantifiable terms, where possible	-
7.	Summary of work to be undertaken	-
8.	Nature of CSR Project under the Regulations	-
9.	Location of the Proposed CSR Project	-
10.	Estimated allocation of CSR Expenditure sought for the proposed CSR Project	-
11.	Timeline for completion/ implementation of the proposed CSR Project	-
12.	Specific identified periodic targets for evaluation and assessment of the proposed CSR Project	-
13.	Periodicity of assessment	-
14.	Date of completion of the proposed CSR Project	-
15.	Other relevant information, if any	-

SCHEDULE-IV

Documentation of CSR Projects

To ensure smooth execution and implementation of the CSR Projects, an outline of the process and documentation required is detailed below:

S. No.	Particulars
1.	Request letter from the proposed beneficiary specifying the needs and requirements of a proposed CSR Project.
2.	Quotations of identified vendors and price comparison for undertaking the CSR Project.
3.	Documented approval from the management of the Company for undertaking the CSR Project.
4.	Purchase order issued to the selected vendor for the required goods/services.
5.	Completion certificate for the CSR Project.
6.	Details of warranties (if any) for any products installed under the CSR Project.
7.	Handing over the documentation issued by the Company.
8.	Invoice (inclusive of applicable taxes) from the vendor.
9.	Delivery challan, in case the invoice date is later than the date of handing over letter.
10.	Visual documentation of the CSR activities undertaken.
11.	Other relevant information and documentation for failing to provide any of the above documents.

SCHEDULE V

Memorandum of Understanding

This Memorandum of Understanding (“MOU”) is made and executed at _____ on this day of _____ (“Execution Date”)

BY AND BETWEEN

SMAS AUTO LEASING INDIA PRIVATE LIMITED, a company incorporated under the provisions of the Companies Act, 2013, having its registered office at 404, 4th floor Worldmark-2, Aerocity Hospitality District, New Delhi-110037, India (hereinafter referred to as “**SMAI**”/“**Company**”, which expression shall unless repugnant to context or meaning thereof shall include its successors, legal representatives, and permitted assigns) of the **FIRST PART**;

AND

[*insert name of Recognised Agency*], a company/trust/society registered under the [*insert applicable law*], having its registered office at [•], and permanent account number- [•] (hereinafter referred to as the “**Agency**”, which expression shall unless repugnant to context or meaning thereof shall include its successors, legal representatives, and permitted assigns) of the **SECOND PART**.

The term and expression “**SMAI**” and the “**Agency**” shall individually be referred to as “**Party**” and collectively referred to as the “**Parties**”, as the context requires.

WHEREAS:

- A. The Agency is a non-profit, non-governmental organisation working with multiple disabilities and intellectual disability of all categories. Its principal objective is to ensure holistic development of special needs children by providing them one-to-one therapy, special education and group interventions which gives them opportunities to lead an independent life to some extent and be included in the society¹.
- B. The Agency has approached SMAI to undertake the Corporate Social Responsibility (CSR) projects of the Company in compliance with the Companies Act, 2013; and SMAI has agreed to onboard the Agency, subject to the terms of this MOU and the provisions of Companies Act, 2013.

NOW, THEREFORE, THIS DEED WITNESSETH AS UNDER:

1. Term and Termination

- 1.1. This MOU shall be effective from [*insert date*] (“**Effective Date**”), until [*insert project end date*] (“**End Date**”) and may be mutually terminated by the parties. Any renewal / extension of this MOU shall be mutually agreed upon (in writing) between the Parties.
- 1.2. SMAI shall have a right (with or without cause) to terminate this MOU (and the subsequent grant of funds) at any time by giving a prior written notice of not less than 30 (thirty) days to the Agency.

2. Reporting

¹ **Note:** The description of the activities being undertaken by the Agency shall be aligned in terms of the purpose of the Recognized Agencies.

- 2.1. The funds provided to the Agency should be utilized in accordance with the CSR policy and plan of the Company and for the specific purpose outlined in the project proposal submitted by the Agency, and as agreed to by SMAI.
- 2.2. The Agency shall periodically and as and when required by SMAI, report on the use of the funds disbursed and the progress of the CSR project.
- 2.3. The Agency must inform SMAI, immediately, in writing of any difficulties or changes in implementing the CSR project.
- 2.4. The Agency shall utilise the funds for the period stipulated in this MOU.

3. **Completion of the project**

The Agency shall, within 2 (two) weeks of completion of the CSR project and/ or expiry of the End Date submit a project report to SMAI, which shall *inter alia* include:

- 3.1. Written report on the final project, success of implementation, and difficulties incurred;
- 3.2. Budget breakdown on total expenditure, items purchased, accounts prepared and the supporting documentation, along with copies of proper stamped receipts;
- 3.3. Comment on the impact and outcomes of the Agency and its work;
- 3.4. Photos and full details of the completed project;
- 3.5. Details of any remaining funds at the end of the CSR project, which must be returned to SMAI.

4. **Payment**

- 4.1. The total support payable by SMAI to the Agency shall not exceed an amount of INR [•] (*in words*) as per the budget attached to the proposal submitted by the Agency.
- 4.2. The activity and budget as given in the proposal should not be changed or varied without a prior written agreement duly signed by both parties.
- 4.3. The funds for undertaking the CSR project will be transferred either through cheque or RTGS to the following bank account:

Name of Organization in Bank Records:	
Name of Bank:	
Address of Bank:	
Account No.	
RTGS/NEFT Code (IFSC):	
MICR Code:	

5. **Obligations of the Agency**

- 5.1. The Agency must acknowledge the support of SMAI, and the community within which the CSR project is to be undertaken must be kept informed by the Agency of the source of the funds and project being SMAI.
- 5.2. Wherever possible, some form of permanent reminder should be created acknowledging SMAI's support for the CSR project.
- 5.3. If SMAI requires, the Agency must facilitate visits to the project site by representatives of SMAI, wherever possible, at mutual convenience and assist in the promotion of the project's success.

6. **Indemnity**

- 6.1. The Agency indemnifies and holds SMAI harmless from and against any and all claims, liability, losses, costs, damages, legal fees, and other expenses arising out of non-adherence or wilful act or negligence thereof to the terms of this MOU and applicable law. The Agency

unconditionally covenants that it shall promptly and in full pay to SMAI, all sums of money in respect of this clause immediately upon demand by SMAI.

- 6.2. The Agency acknowledges that SMAI is only providing finance to buy/execute [*insert asset equipment being purchased for the CSR project*], and hence SMAI shall not be liable in any manner for any misuse, repair, maintenance, or any other liability like theft, accident, etc.
- 6.3. The Agency confirms that these [*insert asset equipment being purchased for the CSR project*] will be used only for the purpose defined in this MOU.
- 6.4. The Agency undertakes that the [*insert asset equipment being purchased for the CSR project*] will not be transferred or resold till the time it is in a condition to be used and duly approved for transfer or resale by the Company. Any amount realised from the resale shall be utilised by the Agency for charity only.

7. **Miscellaneous**

It is expressly agreed and clarified that, except as specifically agreed in this MOU, each party shall retain all right, title and interest in its intellectual property rights and that nothing contained in this MOU, nor the use of the trademark/logos on the publicity, advertising, promotional or other material in relation to this MOU shall be construed as giving to the other party any right, title or interest of any nature whatsoever to each party's trademarks, content and/or logos.

For and on behalf of SMAS Auto Leasing India Private Limited	For and on behalf of _____
Name: Mr Hidenaga Aoki	Name:
Designation: Managing Director	Designation:
Date:	Date:
Signature: _____	Signature: _____
Witness:	Witness: