



**INTERGLOBE AVIATION LIMITED**

**CORPORATE SOCIAL RESPONSIBILITY POLICY**

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## PREFACE<sup>1</sup>

InterGlobe Aviation Limited (“**IndiGo**” or the “**Company**”) as an organization has time and again stood up and contributed in every possible way to fulfill its commitment as a responsible corporate. Though this Policy has been formulated and adopted in compliance with the provisions of the Companies Act, 2013, as amended (the “**Act**”) read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended (the “**Rules**”) to undertake all or any of the activities as set out in Schedule VII of the Act, IndiGo right from its inception has consistently made efforts and is continuing to make efforts towards reaching out to the less privileged sections of society and contributing towards their betterment.

Corporate Social Responsibility (“**CSR**”) is inculcated in IndiGo’s work culture. IndiGo stands for three things: on-time performance, affordable fares and hassle-free travel experience. We take pride in serving our customers, associates and society with utmost safety, responsibility and integrity. In addition, we consistently endeavor to ensure availability of air travel to the masses at affordable fares.

### 1. DEFINITIONS

“*Act*” has the meaning ascribed to such term in the Preamble of this Policy;

“*Board*” means the board of directors of the Company;

“*CSR*” has the meaning ascribed to such term in the Preamble of this Policy;

“*CSR Committee*” or “*Committee*” means the Corporate Social Responsibility Committee constituted by the Board;

“*CSR Policy*” or “*Policy*” means and refers to this Corporate Social Responsibility Policy of IndiGo;

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<sup>1</sup> This CSR Policy was adopted by the Company with effect from April 01, 2014. This CSR Policy was last updated on July 5, 2018.

*“Implementation Partners”* has the meaning as set out in clause 6 of this Policy.

*“Implementation Team”* has the meaning as set out in clause 8 of this Policy;

*“IndiGo”* or *“Company”* has the meaning ascribed to such term in the Preamble of this Policy;

*“IndiGoReach”* has the meaning as set out in clause 4 of this Policy;

*“Management Team”* has the meaning as set out in clause 7 of this Policy.

*“Project(s)”* has the meaning as set out in clause 2 of this Policy;

*“Rules”* has the meaning ascribed to such term in the Preamble of this Policy; and

Words and expressions used and not defined in this Policy but defined under the Act or the Rules shall have the same meanings respectively assigned to them in the Act and the Rules.

## **2. CSR COMMITTEE**

The Board shall constitute/re-constitute the CSR Committee from time to time in compliance with the provisions of the Act. The CSR Committee shall comprise of three or more directors, out of which at least one director shall be an independent director. The composition of CSR Committee is available in the Investor Relations Section of Company’s website *i.e.*, [www.goindigo.in](http://www.goindigo.in).

The CSR Committee shall convene its meetings at such intervals and perform such functions in such manner as may be prescribed under the Act read with the Rules. The quorum for the CSR Committee meeting will be one-third of its total strength or two members of the CSR Committee whichever is higher. The Company Secretary of the Company shall act as the Secretary of the CSR Committee. The CSR Committee will be responsible for the following:

- subject to the Act, recommending the amount of expenditure to be incurred each year on all CSR programmes and any project under such CSR programmes (the **“Project(s)”**) to the Board for approval;
- ensuring that the Policy is implemented in compliance with the Act and Rules;
- recommending appropriate amendments to the Policy, to the Board for its approval;
- monitoring that the CSR activities undertaken by the Company are compliant with the Policy;

- providing guidance to the Management Team for undertaking Projects and reviewing the effectiveness of the same; and
- carrying out such other activities and functions, as may specified by the Board, from time to time.

### **3. GOVERNANCE**

The overall governance, formulation and recommendation of the CSR Policy is the responsibility of the CSR Committee. The Management Team and the Implementation Team are responsible for administering and executing the CSR activities undertaken by IndiGo, in compliance with the CSR Policy under the directions and guidance of the CSR Committee.

### **4. CSR PROJECTS**

All Projects undertaken by IndiGo pursuant to the CSR Policy are under the title "*IndiGoReach*".

IndiGoReach seeks to undertake all or any one of the activities set forth in Schedule VII of the Act (read with the Rules) and to contribute to the less privileged sections of society by working towards their betterment.

The Implementation Team will formulate Project(s) for implementing IndiGoReach and also encourage employee participation in implementing these Projects.

### **5. CSR BUDGET**

The CSR budget will be allocated in compliance with the provisions of the Act and the Rules.

For the sake of clarity, if any surplus funds are generated by a Project or activity including interest on the initial CSR funds provided by IndiGo, such surplus funds shall not form part of the business profit of the Company.

## 6. IMPLEMENTATION STRUCTURE

Each Project shall either be undertaken directly by IndiGo or the Implementation Team shall collaborate with a third party registered trust, society or company in accordance with the Act and Rules (the “**Implementation Partners**”).

Before collaborating and funding any Implementation Partner, the Implementation Team shall evaluate Implementation Partners and shortlist them for the Management Team to review. The Management Team shall finalise the Implementation Partner based on the evaluation of the Implementation Team and on the parameters set out under the Act and the Rules and satisfy themselves that such Implementation Partner meets the criteria of being an Implementation Partner for IndiGoReach. The broad aspects to be considered while engaging any Implementation Partner are set out in **Annexure A** to this Policy.

The Management Team shall formulate and approve Project(s) in a specified format as may be decided in consultation with the Implementation Team prior to execution of the agreement(s) with such Implementation Partner, or any other service provider.

The Company shall execute an agreement with an Implementation Partner or service provider specifying in detail the activities to be carried out by the Implementation Partner or service provider, as the case may be, the rights and obligations of the Implementation Partner or service provider, the process of utilization of funds granted to the Implementation Partner, if any, and the implementation schedule and the monitoring and reporting mechanism of the Project.

## 7. MANAGEMENT TEAM

The Management Team shall comprise of senior members of the IndiGo management team who will work directly under the guidance of the CSR Committee and support it to ensure full compliance of the Act and the Rules (the “**Management Team**”).

The Management Team shall *inter-alia*:

- review and if found satisfactory and compliant with the Policy, Act and Rules, approve a Project identified by the Implementation Team including the modality of operations and the monitoring mechanism for such Project;
- regularly provide the required guidance to the Implementation Team for ensuring due implementation of the Project and activities identified thereunder;
- prepare CSR reports at the end of every quarter and submit the same for consideration and review of the CSR Committee and the Board;
- ensure that all expenditures incurred by the Company in relation to its CSR activities are diligently documented.

The composition of the members of the Management Team and any changes to the same shall be notified to the CSR Committee.

## **8. IMPLEMENTATION TEAM**

The Implementation Team shall comprise of the members of the CSR department of the Company and such other employees/ persons as identified by the Management Team, from time to time, for all Project and other CSR activities of the Company (the “**Implementation Team**”).

The Implementation Team shall *inter-alia*:

- identify and design a Project in compliance with the provisions of Section 135 of the Act and Rules;
- plan an annual budget for each Project, the modality of its operations, its monitoring mechanism and obtain the approval of the Management Team for the same;
- be the interface with various departments within the Company to ensure effective implementation of any Project;
- prepare a quarterly report on the progress of each Project and the status of expenditure for such Project and submit the same for consideration and review of the Management Team.

## **9. GEOGRAPHIES AND TARGET COMMUNITIES**

IndiGo's workplace and customers are based across all regions. Considering IndiGo's increasing reach, IndiGo will endeavor to extend the benefit of its CSR activities within the socially and economically lesser privileged sections.

## **10. CSR POLICY AND ITS AMENDMENT**

CSR Committee shall draft and recommend amendments to the CSR Policy in accordance with the Act and Rules, as may be required, for Board approval. The Board shall approve with or without modifications any amendment to the CSR Policy, as recommended by the CSR Committee.

## **11. GENERAL GUIDELINES**

In case of any doubt with regard to any provision(s) of the CSR Policy, a reference can be made to the CSR Committee. In all such matters, the interpretation and decision of the CSR Committee shall be final. The Company reserves the right to modify, cancel, add, or amend this Policy at any time subject to the provisions of the Act and Rules framed thereunder.



## **ANNEXURE A**

1. The Company shall exercise due diligence on all aspects before engaging any Implementation Partners including the veracity and adequacy of the documents. The minimum information that shall be sought from such Implementation Partners includes:
  - (i) Constitutional documents;
  - (ii) Registration Certificate;
  - (iii) PAN card;
  - (iv) IT exemption certificate;
  - (v) Income tax returns of the last three financial years;
  - (vi) Audited accounts of the last three financial years;
  - (vii) Confirmation that Implementation Partner meets the eligibility criteria as laid down under the Act;
  - (viii) Description of the Project;
  - (ix) Confirmation that the proposed Project meets the criteria/ is consistent with the list of activities laid down in Schedule VII of the Act.
2. The Implementation team may visit and/or meet the representatives to assess the Implementation Partner (as required).