CORPORATE SOCIAL RESPONSIBILITY POLICY

1. PREAMBLE

GEDU Services Private Limited ("Company") recognizes its responsibility towards society and is committed to conducting its business in a socially, economically and environmentally sustainable manner.

This Corporate Social Responsibility Policy ("CSR Policy") has been formulated in accordance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

The Policy provides the framework for undertaking Corporate Social Responsibility ("CSR") activities and projects by the Company and sets out the guiding principles for selection, implementation, monitoring and reporting of CSR initiatives.

2. OBJECTIVES

The objectives of this CSR Policy are:

a) To contribute towards sustainable development and social welfare.

b) To undertake CSR activities in accordance with Schedule VII of the Companies Act, 2013.

c) To establish a transparent governance structure for implementation and monitoring of CSR projects.

d) To create a positive impact on society through responsible corporate citizenship.

e) To support initiatives in education, skill development, healthcare, environmental sustainability and community welfare.

3. APPLICABILITY

CSR Policy is applicable to the Company which are mandated with the CSR Expenditure obligations as per Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

4. IMPLEMENTATION:

CSR initiatives will be undertaken by the company itself or through implementing agencies. These entities would need to be registered and hold a valid registration certificate under section 12A and 80G of the Income Tax Act, 1961 except for entities established by Central or State government. The above entities should be registered with the MCA by filing the form CSR 1 electronically with the Registrar.

The Company may also collaborate with other companies for undertaking CSR projects, programmes or activities in such a manner that the respective companies are in a position to report separately on such projects or programmes in accordance with the requirements of the Act read with the Rules.

5. DEFINITIONS

Unless the context otherwise requires:

Act: means the Companies Act, 2013 and rules made thereunder.

Board: means the Board of Directors of GEDU Services Private Limited.

CSR: means Corporate Social Responsibility as defined under Section 135 of the Act.

CSR Policy: means a statement containing 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.

Ongoing Project: means a multi-year project undertaken by a Company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced, and shall include such project 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

CSR Activities: means activities undertaken by the Company in pursuance of its statutory CSR obligations in accordance with Schedule VII of the Act.

Net profit: means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely: -

(i) Any profit arising from any overseas branch or branches of the company, whether operated as a separate company or otherwise; and

(ii) Any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act:

Provided that in case of a foreign company covered under these rules, net profit means the net profit of such company as per profit and loss account prepared in terms of clause (a) of sub-section (1) of section 381, read with section 198 of the Act.

6. GOVERNANCE STRUCTURE

Pursuant to Section 135(9) of the Companies Act, 2013, where the amount required to be spent by a company on CSR activities does not exceed ₹50 lakh, the requirement of constituting a CSR Committee is not applicable.

Accordingly, the functions and responsibilities of the CSR Committee under Section 135 of the Act shall be discharged by the Board of Directors of the Company.

The Board shall:

a) Formulate and approve the CSR Policy.

b) Approve the Annual Action Plan.

c) Recommend and approve CSR expenditure.

d) Monitor implementation of CSR projects.

e) Ensure compliance with the provisions of the Act and Rules.

f) Make disclosures in the Board's Report as required under law.

7. CSR FOCUS AREAS

Activities which may be included by companies in their Corporate Social Responsibility Policies Activities relating to: —

(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 setup 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 arts and handicrafts;

(vi) Measure for the benefit of armed force veterans, war widows and their dependents,Central Armed Police Forces (CAPF) and Central Paramilitary Forces (CPMF) veterans, and their dependents including widows;

(vii) Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympics sports;

(viii) Contribution to the Prime Minister's National Relief Fund or Prime Minister's Central 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 Scheduled Castes, the Schedule 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 Defense 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.

(xiii) Subscription to zero coupon zero principal instruments on Social Stock Exchange.

8. CSR EXPENDITURE

The Company shall spend in every financial year at least two percent (2%) of the average net profits made during the three immediately preceding financial years, or such amount as may be prescribed under the Act.

CSR expenditure shall include:

- Direct expenditure on approved CSR projects.
- Contributions to eligible funds and institutions.
- Expenditure incurred through eligible implementing agencies.
- Administrative overheads within the limits prescribed under the CSR Rules.

CSR expenditure shall not include activities undertaken in pursuance of the normal course of business except as specifically permitted under applicable law.

9. ANNUAL ACTION PLAN

The Board shall formulate and approve an Annual Action Plan which may include:

- List of approved CSR projects.
- Manner of execution.
- Project timelines.
- Budget allocation.
- Monitoring and reporting mechanism.
- Details of impact assessment, where applicable.

The Board may alter the Annual Action Plan during the financial year based on reasonable justification.

10. MONITORING MECHANISM

The Board shall monitor the implementation of CSR projects and utilization of CSR funds.

The monitoring process may include:

- Periodic progress reports.
- Review of project milestones.
- Verification of fund utilization.
- Assessment of outcomes and impact.

The Company shall maintain proper documentation relating to CSR activities and expenditure.

11. SURPLUS ARISING OUT OF CSR ACTIVITIES

Any surplus arising out of CSR activities shall not form part of the business profits of the Company and shall be dealt with in accordance with the provisions of the Companies Act, 2013 and applicable CSR Rules.

12. UNSPENT CSR AMOUNT

Any unspent CSR amount shall be transferred and utilized in accordance with Section 135 of the Companies Act, 2013 and the CSR Rules, as amended from time to time.

13. DISCLOSURE

The Company shall display on its website the contents of its CSR Policy and other information as may be required to be displayed as per the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

14. AMENDMENT TO THE POLICY

The Board of Directors may amend, modify or revise this CSR Policy from time to time in accordance with applicable provisions of the Companies Act, 2013, the CSR Rules and notifications issued by the Ministry of Corporate Affairs.