



Express Hotels Pvt. Ltd.

CIN: U55101GJ1971PTC001900

Hospitality with Heart. Service with Purpose.

CSR POLICY

IN THE FIELD OF PROMOTION OF HEALTH CARE



Building healthier communities
for a better tomorrow



ACCESS TO
QUALITY CARE



COMMUNITY
WELL-BEING



PREVENTION &
AWARENESS



SUSTAINABLE
IMPACT

Care Today. Healthier Tomorrow.





EXPRESS HOTELS PVT. LTD.

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

(Approved by the Board of Directors on 17th August, 2025)



Corporate Social Responsibility (CSR) Policy

The Express Hotels Private Limited (“Company”) has formulated this Corporate Social Responsibility (“CSR”) Policy in accordance with the provisions of Section 135 of the Companies Act, 2013 (“Act”) read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

Pursuant to the provisions of Section 135 of the Act, every company having:

- a net worth of ₹500 Crores or more; or
- a turnover of ₹1,000 Crores or more; or
- a net profit of ₹5 Crores or more

during any financial year, is required to constitute a Corporate Social Responsibility Committee of the Board (“CSR Committee”) and ensure that the Company spends, in every financial year, at least 2% of the average net profits made during the three immediately preceding financial years in pursuance of its CSR Policy.

Accordingly, the Board of Directors of the Company adopted this CSR Policy at its meeting held on 17th August, 2025, and may amend, modify or revise the same from time to time in compliance with applicable provisions of the Act and the Rules framed thereunder.

CSR Committee

The composition of the CSR Committee of the Board shall be as under:

1. Mr. Ashwin R. Gandhi– Chairman
2. Mr. Hiren A. Gandhi– Member
3. Mr. Nirav V. Gandhi– Member

The CSR Committee shall discharge its functions and responsibilities in accordance with the provisions of Section 135 of the Companies Act, 2013 and the applicable CSR Rules, as amended from time to time.

A. POLICY OBJECTIVE

Express Hotels Private Limited (“Company”) is committed to conducting its business in a socially responsible, ethical and environmentally sustainable manner and to continuously contributing towards the improvement of the quality of life of the communities in and around the areas in which the Company operates.

The Company recognizes that its business activities are an integral part of society and believes in creating a positive and lasting impact on the community through responsible corporate conduct. The Company aims to contribute towards social and economic development while maintaining a balance between business growth and societal welfare.

The Company’s Corporate Social Responsibility (“CSR”) initiatives shall primarily focus on activities relating to promoting healthcare including preventive healthcare, as specified under

Schedule VII of the Companies Act, 2013, along with such other permissible activities as may be approved by the CSR Committee and the Board from time to time.

The objective of this CSR Policy is to:

- set out the guiding principles for undertaking CSR activities by the Company;
- identify and support projects/programmes in areas specified under Schedule VII of the Companies Act, 2013;
- establish a framework for implementation, monitoring and reporting of CSR activities;
- ensure compliance with the applicable provisions of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time; and
- create a positive social impact through sustainable and effective CSR initiatives.

The CSR activities of the Company shall be undertaken either directly by the Company and/or through eligible implementing agencies in accordance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

B. DEFINITIONS

In this CSR Policy, unless the context otherwise requires, the following words and expressions shall have the meanings assigned to them below:

1. **“Act”** shall mean the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s), amendment(s), clarification(s), circular(s) or re-enactment(s) thereof for the time being in force.
2. **“Administrative Overheads”** shall have the meaning assigned to it under the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.
3. **“Board”** shall mean the Board of Directors of Express Hotels Private Limited.
4. **“Company”** shall mean Express Hotels Private Limited.
5. **“CSR” or “Corporate Social Responsibility”** shall mean the activities undertaken by the Company in pursuance of its statutory obligation laid down under Section 135 of the Companies Act, 2013 and the applicable Rules made thereunder, but shall not include activities specifically excluded under the applicable CSR Rules.
6. **“CSR Committee”** shall mean the Corporate Social Responsibility Committee constituted by the Board of the Company in accordance with Section 135 of the Act.
7. **“CSR Policy”** shall mean this Corporate Social Responsibility Policy of the Company, including any amendment(s), modification(s) or revision(s) made thereto from time to time.
8. **“CSR Projects” or “Projects”** shall mean the CSR activities, programmes, projects or initiatives undertaken by the Company in accordance with this CSR Policy and Schedule VII of the Act.
9. **“CSR Expenditure”** shall mean all expenditure incurred by the Company on CSR activities undertaken in accordance with the approved CSR Policy and the Act, but shall not include any expenditure excluded under the applicable provisions of the Act and the CSR Rules.

10. **“Implementing Agency”** shall mean any entity eligible to undertake CSR activities on behalf of the Company in accordance with the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, including:

- a company established under Section 8 of the Act;
- a registered public trust; or
- a registered society,

registered under Sections 12A and 80G of the Income Tax Act, 1961, and having such registrations and eligibility as may be prescribed under applicable law.

11. **“Net Profit”** means the net profit of the Company as per its financial statement prepared in accordance with applicable provisions of the Act (Section 198), but shall not include the following viz.,

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

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 net profit in respect of a financial year for which the relevant financial statements were prepared in accordance with the provisions of the Companies Act, 1956 shall not be required to be re-calculated in accordance with the provisions of the Act.

12. **“Ongoing Project”** shall have the meaning assigned to it under the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

13. **“Rules”** shall mean the Companies (Corporate Social Responsibility Policy) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force.

14. **“Schedule VII”** shall mean Schedule VII to the Companies Act, 2013, as amended from time to time.

15. **“Financial Year”** shall mean the period commencing on 1st April of a year and ending on 31st March of the succeeding year.

16. Words and expressions used in this Policy and not defined herein but defined under the Companies Act, 2013 or the Rules made thereunder shall have the meanings respectively assigned to them therein.

C. POLICY DETAILS

The Corporate Social Responsibility (“CSR”) activities of Express Hotels Private Limited shall be implemented in accordance with the following guiding principles and objectives:

a) Protection of Stakeholder Interests

The Company shall endeavour to:

- proactively engage with relevant stakeholders, understand their concerns and be responsive to their needs;
- adopt fair, transparent and ethical practices in all its CSR initiatives;
- promote inclusive and sustainable development through responsible corporate conduct; and

- undertake CSR initiatives in a manner that creates a positive and lasting impact on society.

b) Proactive Engagement with Local Communities

The Company shall strive to contribute towards the welfare and development of communities in and around the areas in which it operates, particularly in and around Vadodara.

In furtherance of the above, the Company may undertake initiatives for:

- promoting healthcare including preventive healthcare;
- supporting public health awareness and community well-being initiatives;
- improving access to healthcare facilities, medical assistance and sanitation;
- supporting health camps, awareness drives and preventive healthcare programmes;
- promoting sustainable development and social welfare;
- supporting community development initiatives and livelihood enhancement activities; and
- such other CSR activities as may be permitted under Schedule VII of the Companies Act, 2013.

CSR Activities

The CSR activities of the Company shall primarily focus on activities covered under Schedule VII of the Companies Act, 2013, with special emphasis on:

- promoting healthcare including preventive healthcare;
- sanitation and public health initiatives;
- community health and wellness programmes;
- contribution towards healthcare infrastructure, medical aid and related initiatives; and
- any other activities as may be approved by the CSR Committee and the Board from time to time in accordance with applicable law.

The Company may undertake its CSR activities either directly and/or through eligible Implementing Agencies, trusts, societies, Section 8 companies, government authorities or other eligible institutions permitted under applicable law.

The geographical focus of the CSR activities of the Company shall primarily be in and around the areas where the Company operates, including Vadodara, without prejudice to the Company's right to undertake CSR activities in any other area as may be approved by the CSR Committee and the Board.

The CSR Committee may recommend and the Board may approve specific CSR projects, programmes and annual action plans from time to time, including any modifications thereto, in accordance with the provisions of the Companies Act, 2013 and the Rules made thereunder.

D. MONITORING MECHANISM

The CSR Committee of Express Hotels Private Limited shall institute a transparent monitoring mechanism for ensuring effective implementation of the CSR projects,

programmes and activities undertaken by the Company in accordance with the provisions of the Companies Act, 2013 and the applicable Rules made thereunder.

The monitoring mechanism may, inter alia, include the following:

- periodic review of the progress of CSR projects and programmes;
- obtaining progress reports from the concerned internal teams and/or Implementing Agencies, wherever applicable;
- monitoring the utilisation of CSR funds and ensuring that the funds are used for the approved purposes only;
- periodic assessment of the effectiveness and impact of CSR initiatives;
- undertaking impact assessment studies, wherever required under applicable law or considered appropriate by the CSR Committee;
- review of compliance with the approved CSR Policy and Annual Action Plan; and
- such other measures as may be considered necessary by the CSR Committee from time to time.

The CSR Committee shall periodically review the status of CSR activities and place updates before the Board of Directors of the Company. The review may include:

- the amount of CSR expenditure incurred on approved projects/programmes;
- the status of implementation of ongoing and completed CSR activities;
- achievement of objectives, milestones and expected outcomes; and
- recommendations for modifications or improvements in the implementation process, wherever necessary.

The Board of Directors shall satisfy itself that the CSR funds so disbursed have been utilised for the purposes and in the manner as approved by it and in accordance with the applicable provisions of law.

Fund Allocation

a) The Company shall, in every financial year in which the provisions of Section 135(1) of the Companies Act, 2013 are applicable to it, spend at least 2% of the average net profits made during the three immediately preceding financial years towards Corporate Social Responsibility (“CSR”) activities, 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.

Provided that where the Company has any amount remaining in its Unspent Corporate Social Responsibility Account under Section 135(6) of the Act, it shall constitute a CSR Committee and comply with the provisions of Section 135(2) to 135(6) of the Act, notwithstanding that it may not fulfil the criteria specified under Section 135(1).

b) The CSR Committee shall prepare an Annual Action Plan for each financial year, which shall include:

- identified CSR projects and programmes;
- CSR expenditure;
- implementation timelines; and

- monitoring and reporting mechanisms.
- c) The total CSR expenditure under the Annual Action Plan shall be recommended by the CSR Committee and approved by the Board of Directors of Express Hotels Private Limited.
- d) In case the Company fails to spend the statutory minimum CSR amount in any financial year:
- (i) for ongoing projects, such unspent amount shall be transferred within 30 days from the end of the financial year to a special account in a scheduled bank called the “Unspent Corporate Social Responsibility Account (UCSRA)” in accordance with Section 135 of the Act; and
 - (ii) for other than ongoing projects, such unspent amount shall be transferred within 6 months of the end of the financial year to a fund specified under Schedule VII of the Companies Act, 2013.

The Company shall also disclose the reasons for not spending the required CSR amount in its Board Report in accordance with Section 134(3)(o) of the Act.

Other Matters

- a) The CSR Committee shall ensure that CSR expenditure is aligned with the approved CSR focus areas of the Company, with primary emphasis on **promoting healthcare including preventive healthcare**, as per Schedule VII of the Companies Act, 2013.
- b) CSR projects shall be identified based on need assessment and approved by the CSR Committee and the Board of Directors.
- c) Any surplus arising out of CSR activities shall not form part of the business profits of the Company and shall be treated in accordance with applicable CSR Rules.
- d) The Company may undertake capacity building of its own personnel and/or personnel of Implementing Agencies through institutions having established track records of at least three financial years, provided that such expenditure shall not exceed 5% of the total CSR expenditure of the Company in a financial year.

Board of Directors

The Board of Directors of Express Hotels Private Limited shall be responsible for:

- approving the CSR Policy of the Company and any amendments thereto;
- approving the Annual Action Plan and CSR expenditure upon recommendation of the CSR Committee;
- ensuring disclosure of CSR activities and CSR expenditure in the Board’s Report in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time; and
- ensuring compliance with the provisions of Section 135 of the Companies Act, 2013 and applicable CSR Rules.

CSR Committee

- a) The CSR Committee shall be responsible for formulation, monitoring and periodic review of the CSR Policy and the CSR Annual Action Plan of the Company. The CSR Committee shall meet at least twice in a financial year or at such other intervals as may be required.
- b) The CSR Committee shall be responsible for ensuring that CSR activities are implemented in accordance with the approved CSR Policy, Annual Action Plan and applicable law, and shall report to the Board on CSR performance and utilisation of funds.
- c) The CSR Committee shall place before the Board, for its approval, the draft annual CSR report in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014, within the timelines prescribed under applicable law.
- d) The CSR Committee shall ensure preparation and recommendation of a statement of compliance confirming that CSR implementation and monitoring have been carried out in accordance with the CSR Policy and applicable provisions of law, for inclusion in the Board's Report.
- e) The CSR Committee shall ensure that the CSR Policy and the approved Annual Action Plan are placed on the Company's website in accordance with applicable statutory requirements.

CSR Officer / Designated CSR Function

- a) The CSR Officer (or such designated person responsible for CSR functions) shall be responsible for assisting in implementation and execution of CSR projects and programmes of the Company.
- b) The CSR Officer shall assist in monitoring CSR projects vis-à-vis the approved Annual Action Plan and shall coordinate with implementing agencies, wherever applicable.
- c) The CSR Officer shall compile periodic CSR updates, including half-yearly progress reports for review by the CSR Committee, and assist in preparation of the annual CSR report in accordance with applicable rules.
- d) The CSR Officer shall be responsible for communicating relevant feedback, updates and implementation challenges to the CSR Committee in a timely manner.
- e) The CSR Officer shall function under the overall supervision and guidance of the CSR Committee and shall ensure effective coordination for execution of CSR activities, including those relating to **promoting healthcare including preventive healthcare**.
- f) The CSR Officer may be supported by internal staff and/or external consultants, as may be required, for effective implementation of CSR initiatives.

General Responsibility

The responsibility for ensuring compliance with this CSR Policy shall lie with the CSR Committee, the Board of Directors, senior management, and all employees and representatives of the Company involved in CSR implementation.

E. PERIODIC REVIEW AND AMENDMENT OF POLICY

The CSR Policy of Express Hotels Private Limited may be reviewed, revised, modified, or amended from time to time by the CSR Committee, subject to approval of the Board of Directors, as and when considered necessary.

The CSR Committee shall undertake a periodic review of the CSR Policy at least once in every two years, or earlier if required due to changes in applicable law, regulatory requirements, or business needs of the Company.

Any amendments to the CSR Policy shall be placed before the Board of Directors for approval and shall take effect from such date as may be approved by the Board.

CSR POLICY ANNEXURE

Express Hotels Private Limited – Key CSR Programmes

The CSR programmes of Express Hotels Private Limited shall primarily focus on activities covered under Schedule VII of the Companies Act, 2013, with special emphasis on **promoting healthcare including preventive healthcare**, and other allied social development initiatives.

1. Promoting Healthcare including Preventive Healthcare

The Company recognizes that access to quality healthcare and preventive healthcare is essential for sustainable community development. The Company shall undertake CSR initiatives aimed at improving health outcomes in and around its operational areas, including Vadodara.

The Company may undertake, either directly or through eligible implementing agencies, the following activities:

- organisation of health check-up camps and medical screening programmes;
- preventive healthcare awareness programmes including hygiene, sanitation, nutrition, and disease prevention;
- support for maternal and child health initiatives;
- facilitation of access to primary healthcare services;
- vaccination and immunisation awareness drives in coordination with public health authorities;
- support to local healthcare infrastructure and medical assistance programmes; and
- any other healthcare-related CSR activity permissible under Schedule VII.

2. Environmental Sustainability and Green Initiatives

The Company recognizes the importance of environmental sustainability and shall undertake initiatives aimed at protecting and conserving the environment.

Activities may include:

- plantation drives and development of green belts in operational areas;
- promotion of energy conservation practices and sustainable resource use;
- waste management initiatives including recycling and responsible disposal practices;
- promotion of environmentally sustainable technologies; and
- collaboration with local authorities, NGOs and other stakeholders for environmental conservation projects.

3. Employment-Enhancing Vocational Skills

The Company may support skill development and vocational training programmes aimed at enhancing employability of youth, particularly in rural and semi-urban areas.

Such initiatives may include:

- hospitality-related skill development programmes;
- training in job-oriented vocational skills;
- collaboration with training institutes and industry partners; and
- facilitating placement opportunities for trained candidates wherever feasible.

4. Livelihood and Income Enhancement

The Company may undertake CSR initiatives aimed at improving livelihoods and enhancing income generation opportunities for local communities.

Activities may include:

- support for sustainable agricultural practices;
- water conservation and water harvesting initiatives;
- livestock development support programmes;
- facilitation of market linkages for local producers; and
- community-based income generation initiatives.

5. Rural Development and Community Infrastructure

The Company may undertake rural development projects aimed at improving quality of life in rural and semi-urban areas, including:

- support for basic community infrastructure such as health and sanitation facilities;
- facilitation of access to essential services in underserved areas;
- renewable energy-based solutions such as solar lighting systems where feasible; and
- other community development initiatives based on identified local needs.

6. Community Development and Social Support

The Company may support community development initiatives including:

- partnerships with non-profit organisations for social development programmes;
- support for educational, cultural and social welfare initiatives;
- contributions towards strengthening community institutions; and
- other CSR activities permitted under Schedule VII of the Companies Act, 2013.

General Provision

The CSR programmes listed above are illustrative in nature. The Company may modify, expand, or redesign its CSR initiatives from time to time based on community needs, feasibility, and recommendations of the CSR Committee, subject to approval of the Board of Directors of Express Hotels Private Limited.
