

Avaya Policy: Avaya India Private Limited Corporate Social Responsibility Policy

Document version: 0

Last update: 7 October 2021

Maintainer: Director ESG & Philanthropy



Purpose

Background

Avaya India Private Limited (“AIPL” or the “Company”) is a subsidiary of Avaya, a global leader in digital communications products, solutions, and services for businesses of all sizes. The Board of Directors at AIPL (“the Board”) has adopted this Corporate Social Responsibility Policy (“CSR Policy”) which has been framed in accordance with the provision of Section 135 of the Companies Act 2013 (“Act”) read with Companies (Corporate Social Responsibility) Rules, 2014 (the “CSR Rules”) and other applicable provisions / rules, if any, of the Companies Act, 2013 or subject to such modifications and re-enactment thereof from time to time notified by the Ministry of Corporate Affairs, Government of India.

We believe it is our responsibility to make the world a better place and together with our employees, communities, customers, partners, and suppliers, we are working to make that a reality.

Scope

The policy applies to Avaya India Private Limited (“AIPL” or the “Company”).

Definitions

AIPL – Avaya India Private Limited

CSR – Corporate Social Responsibility

ICT – Information, Communication and Technology

MOU – Memorandum of Understanding

STEM – Science, Technology, Engineering and Math

Policy

CSR Objectives and Focus Areas

We focus our efforts on community development through various initiatives in the best interest of the poor, deprived and marginalized populations to build a better tomorrow for society. We pursue CSR programs primarily in areas that fall within the economic vicinity of the Company’s operations to enable close supervision and ensure opportunities for employee engagement and maximum development impact.

We collaborate with various credible implementing agencies, to focus on remedial education, Science, Technology, Engineering and Math (STEM) Education, Skills Building and Employability, Information, Communication and Technology (ICT) enabled education in government schools, disaster relief and other CSR activities as approved by the Board. In accordance with our purpose and the specified activities listed under Schedule VII of the Act read with Section 135 and the CSR Rules, and any amendment(s) thereto, the CSR projects / programs / activities (“programs”) of

AIPL fall into these broad areas:

1. **Enhancing the quality of education**
 - Improve learning outcomes of children, especially those from slum and migrant labor camps
 - Increase school enrollments and reduce student dropout rates
 - Help underprivileged children and teachers realize their potential
2. **Utilizing technology to improve access to health and education**
 - Bring education to students through mobile classrooms/labs and learning centers
 - Improve communications and training for medical personnel
 - Improve access to medical facilities
 - Establish ICT centers and install required infrastructure for ICT solutions in classrooms
3. **Skills Building and Employment (Building Livelihood Capacity)**
 - Impart technical training and skills development to enhance livelihood/employability of underprivileged youth
 - Train disadvantaged girls on life skills, digital and financial literacy as well as vocational training, mentorship, and employment advice
 - Undertake, support or partner livelihood projects/programs, including mentorships
4. **Humanitarian Relief**
 - Assist communities impacted by disasters
 - Assist with rehabilitation and well-being of impacted communities

Our CSR programs will not include the following:

- Activities which benefit only the employees of the Company
- Contributions to any political party
- Projects undertaken in pursuance of the normal course of business of the Company
- Activities undertaken outside of the Country

CSR Budget

The CSR budget will be allocated as per the provisions of the Act. The Company Board of Directors will ensure that in each financial year the Company spends the amount as mandated under the provisions of the Companies Act as amended from time to time. If the said amount is not spent in its entirety in that Financial Year, the Company will ensure appropriate steps are taken as mandated under law in effect at the time.

Surplus arising out of CSR programs carried out by the company shall not form part of the business profit of Avaya and will be re-invested into CSR programs.

Implementation of CSR Programs

The implementation of the CSR programs is done either directly by AIPL team members or by making grants to NGO partners with established track records in their respective domains. Each program aligns with AIPL's CSR Policy.

- a. **Project Selection:** The projects to be undertaken state a problem to be addressed in the respective area. Projects have well defined goals, activities, impact on beneficiaries, expected outputs & outcomes, with clearly defined targets and budgets. Projects can be short term (less than 12 months) or long term (greater than 12 months). Each project is evaluated on its merits either by an in-house team or an external agency. Due diligence of the implementing agency (NGO Partner) is performed in terms of track record & experience in that sector. NGO Partner submits a Concept Note for initial review and feedback. NGO prepares project proposal. The CSR team submits the project proposal along with the due diligence report to the CSR Committee. The Committee provides any feedback and recommends the project to the Board for its final approval.
- b. **Memorandum of Understanding (MOU):** MOU is drafted and shared with AIPL legal for review and comment. The MOU is executed with the Implementing agency and includes defined roles, responsibilities, deliverables, commitment & consequences in case of any breach. The MOU forms a formal acknowledgement that all the partners have voluntarily consented to work together to achieve an agreed outcome that requires each one to play their roles. The MOU includes a disbursement schedule aligned with the project milestones.
- c. **Monitoring:** The CSR Committee monitors the implementation of the CSR projects through in-house teams or through a third party. Monitoring includes field visits, progress reports and interaction with beneficiary communities, as necessary. Status reports are presented to the CSR Committee periodically.

Disclosures

AIPL will make all disclosures as appropriate and mandated under the Companies Act and various amendments from time to time.

Responsibilities

Governance and Management

The governance structure for CSR programs undertaken by AIPL shall be as follows:

The **Board of Directors:**

- a. Appoints a Corporate Social Responsibility Committee (“CSR Committee”) to effectively carry out the objectives described above
- b. Approves the CSR Policy after considering the recommendations made by the CSR Committee
- c. Ensures that the disbursed funds are utilized for approved purposes
- d. Ensures compliance with the disclosure requirements under the Companies Act

The **CSR Committee:**

- a. Is comprised of at least three (3) Directors
- b. Meets periodically to discuss and review CSR programs and Policy. A quorum of two members is required for the proceedings to take place. Other meetings of the CSR Committee can be convened as and when deemed appropriate. The Committee members may attend the meeting either physically or virtually as permitted under the Regulations.
- c. Formulates and recommends a CSR Policy to the Board
- d. Formulates and recommends to the Board, an annual action plan in furtherance of the CSR policy, which includes:

1. the list of CSR programs that are approved to be undertaken
 2. the manner of execution of such programs
 3. the modalities of utilization of funds and implementation schedules for the programs
 4. monitoring and reporting mechanism for the programs; and
 5. details of need and impact assessment, if any, for the programs undertaken.
- e. Recommends CSR programs that comply with the provisions in section 135 of the Act
 - f. Recommends the amount of expenditure to be incurred to carry out CSR programs; and
 - g. Monitors the CSR policy annually and updates it, as needed.

The CSR Team:

- a. Identifies and evaluates potential CSR programs and NGOs with whom to collaborate, ensuring alignment with the CSR Policy
- b. Presents opportunities to the CSR Committee; drafts implementation documentation, including Memorandums of Understanding (“MOUs”)
- c. Monitors the implementation of CSR programs within the approved timelines / year-wise allocations and modifies on-going programs, as necessary to ensure implementation within the permissible time limit and conducts internal meetings to ensure effective communication
- d. Develops opportunities for employee engagement in various CSR initiatives

References

None

Change Control

Version	Policy Change	Date	Approval
0	New Policy	7 October 2021	Reeva Kymer