

# ANZ India Corporate Responsibility Charter

India

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# CHARTER – CORPORATE RESPONSIBILITY

## CHARTER – CORPORATE RESPONSIBILITY

Australia And New Zealand Banking Group Limited<sup>1</sup> (“**ANZ India**”) goal is to be a sustainable company that sets new standards in how successful, modern corporations work with and behave towards its people, customers and communities, regulators and shareholders.

## PURPOSE – CORPORATE RESPONSIBILITY COMMITTEE

The Corporate Responsibility (CR) Committee will establish the committee objectives; provide senior executive support and guidance by endorsing the scope and providing strategic direction.

The CR Committee is responsible for:

- Addressing the Bank’s responsibilities as a corporate citizen.
- Counselling and advising management regarding:
  - Developing, implementing and continuously improving CR procedures, programs, policies and practices;
  - Ensuring adherence to those procedures, programs, policies and practices;
  - Maintaining open communications to encourage staff participation and assure that CR issues are brought to the attention of and considered by all stakeholders.

It is clarified that, pursuant to the relevant provisions of the Companies Act, 2013 (“**Companies Act**”) and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (“**CSR Rules**”): (i) this CR Charter is (and has always been, to the extent required) the corporate social responsibility policy of ANZ India, and (ii) the CR Committee is (and has always been, to the extent required) the CSR Committee of ANZ India.

## OBJECTIVES

The objective of the ANZ India CR Committee is to:

- Work with ANZ India Executive Committee (“**EXCO**”) in providing strategic leadership of ANZ’s Group corporate sustainability agenda.
- Identify, oversee and monitor current and emerging CR opportunities.
- Agree on CR goals and internal key performance indicators.
- Encourage engagement through meaningful employee volunteering activities that are valued and valuable.

## MEMBERS

Following members shall be part of the CR Committee.

Chairperson – Country Head

Member – Chief Operating Officer

Member – Head of Talent & Culture

<sup>1</sup> The Indian branch office (set up as a foreign company under the provisions of Companies Act) of Australia and New Zealand Banking Group Limited, a company originally incorporated in Australia

Member – Chief Financial Officer

Member – Head of Legal

Member – Head of Technology

Member (s)– Any other member(s) nominated from time to time

# FREQUENCY

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The committee shall meet on an ad-hoc basis as the need arises, but shall meet at least once every financial year.

## QUORUM

A quorum for meetings (and approvals by circulation) of the committee shall be four (4) members of the committee (including the committee Chair). In absence of the Chair, one of the members will chair the meeting.

In the absence of the committee Chair, the member chairing the meeting shall have all the powers and responsibilities of the committee Chair at that meeting.

## RESPONSIBILITIES

The committee members are required to:

- Provide support to the committee by strongly advocating the Bank's CR objectives;
- Foster positive communication outside of the committee;
- Attend and actively participate in all committee meetings;
- Review information packs and be in a position to request clarification, provide direction, challenge and endorse recommendations and actions brought before the committee within the timeframes set;
- Action any issues that are allocated to them within the notified timeframe and support the actions of other committee members in resolving their allocated issues, including volunteer tracking and expenditure tracking;
- Provide business strategy and leadership in relation to their specific areas of responsibility, or specialization within ANZ India;
- Submit report to Management / Management Committees as appropriate;
- Review and approve all significant CR programs and expenditure, including community investment decisions in line with this CR Charter and in accordance with Schedule VII of the Companies Act;
- To monitor the CR Charter from time to time;
- The CR Committee shall formulate and recommend to the EXCO, an annual action plan in pursuance of its CR Charter, which shall include the following, namely:
  - (a) the list of CR projects or programs that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act;
  - (b) the manner of execution of such projects or programs as specified in sub-rule (1) of rule 4 of the CSR Rules;
  - (c) the modalities of utilization of funds and implementation schedules for the projects or programs;
  - (d) monitoring and reporting mechanism for the projects or programs; and
  - (e) details of need and impact assessment, if any, for the projects undertaken by ANZ India.

# IMPLEMENTATION AND MONITORING

## IMPLEMENTATION AND MONITORING OF ACTIVITIES

- ANZ India may undertake and implement CR activities itself or through entities/agencies, in accordance with the Companies Act and CSR Rules, as amended from time to time.
- The activities under which CR expenditure can be made shall be in accordance with Schedule VII of the Companies Act and as identified in CR Charter.
- In the event that thresholds under Companies Act and CSR Rules or other applicable law are crossed that require ANZ India to undertake an impact assessment of projects, ANZ India shall undertake impact assessment through an independent agency of their CR projects where the same is required. The CR Committee may also engage a third party to undertake impact assessment on a voluntary basis.
- The EXCO shall satisfy itself that the funds so disbursed have been utilized for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.
- In case of ongoing (i.e multi-year) project(s) in line with those permitted under the Companies Act and CSR Rules, the EXCO shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.
- EXCO may alter such plan at any time during the financial year, as per the recommendation of its CR Committee, based on the reasonable justification to that effect

## FOCUS AND PRIORITIES

Our framework supports our business strategy, reflects our most material issues and is aligned with our purpose – “Shape a World Where People and Communities Thrive”. At the core of our framework is fair and responsible banking – keeping pace with the expectations of our customers, employees and the community, behaving fairly and responsibly and maintaining high standards of conduct.

- Promoting education
- Financial literacy
- Ensuring environmental sustainability
- Any other priorities consistent with the Group framework or as determined by the CR Committee from time to time subject to the CR activities as permitted under Schedule VII of the Companies Act from time to time.

We are contributing to these challenges by: working with our key stakeholders; harnessing the skills of our people; and supporting the communities in which we live and work.

Fundamental to our approach is a commitment to: keeping pace with the expectations of our customers, employees and the community, behaving fairly and responsibly and maintaining high standards of conduct.

## DOCUMENT ADMINISTRATION

Document Title	ANZ India Corporate Responsibility Charter
Document Owner	Chief Executive Officer
Document Administrator	Committee Secretary – Appointed from time to time
Review and Approval Body	India Executive Committee (EXCO)
Next scheduled review	As required
Regulators	Reserve Bank of India (RBI) and Ministry of Corporate Affairs (MCA)
Compliance mechanism	Not applicable