

Moelis & Company India Private Limited

MOELIS & COMPANY

Corporate Social Responsibility Policy

February 2018

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Section 1: Corporate Social Responsibility Policy

1.1. Mission Statement

The Firm is committed to active and responsible corporate citizenship within the communities where it operates. With a diverse, ambitious, and creative workforce around the world, the Firm will deliver its resources and intellectual capital through employee volunteerism, mentorship, and financial support.

1.2. CSR Objectives

Moelis & Company's CSR program encompasses dual objectives – pursuing benefits for the business and for the communities in which we operate. These objectives include:

- Increasing the Firm's profile and establishing its reputation as a socially responsible Firm
- Creating opportunities for employee engagement and team work
- Supporting and investing in programs that have a positive impact on the communities where the Firm operates

This CSR Policy has been framed in accordance with the applicable provisions of the Companies Act, 2013 (the "Act") and the Rules issued thereunder.

1.3. Meetings

The CSR Committee shall meet as per the provisions of the Companies Act 2013.

1.4. CSR Committee

The CSR Committee members shall be nominated by the Board of Directors of the Firm from time to time as per the provisions of Act and Rules. The Board of Directors of the Firm has powers to nominate/change/induct members of CSR Committee.

1.5. Roles and responsibilities of the Board of Directors

Roles and responsibilities of the Board of Directors of the Firm include:

- a) Approve the CSR Policy after taking into consideration the recommendations made by the CSR committee.
- b) Ensure that the Firm spends, in every financial year, at least two percent of the average net profits of the Firm made during the three immediately preceding financial years, in pursuance of the CSR Policy.
- c) Ensure that CSR activities included in the CSR Policy are undertaken by the Firm and that such activities are related to the activities specified in Schedule VII (Annexure 1) of the Act.
- d) Ensure disclosure of the contents of the CSR Policy on the Firm's website.

1.6. Duties and Responsibilities of the CSR Committee

- a) Formulate and recommend the CSR Policy to the Board, which shall indicate the activities to be undertaken by the Firm as specified in Schedule VII of the Companies Act 2013
- b) Recommend the amount of expenditure to be incurred on the activities referred to in clause (a)
- c) Monitor the CSR Policy of the Firm from time to time
- d) Formalize a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Firm
- e) The CSR Committee shall provide a responsibility statement on the implementation and monitoring of the CSR Policy and that it is in compliance with CSR objectives of the Firm, which statement shall form part of the Board of Directors' Report

1.7. CSR Activities

- a) Moelis & Company's CSR activities shall focus on the activities as mentioned in Schedule VII of the Act (Annexure 1), which are broadly classified under the following categories:
 - i. Healthcare Projects
 - ii. Sanitation
 - iii. Education
 - iv. Any other activities covered under Schedule VII
- b) Below activities do not qualify as CSR Activities under the Companies Act, 2013:
 - i. Projects or activities not falling within Schedule VII of the Companies Act 2013;
 - ii. Activities undertaken in pursuance of normal course of business;
 - iii. Projects or programs or activities that benefit only the employees of the Firm and their families.
 - iv. Direct or indirect contribution to any political party.
- c) The CSR activities shall be undertaken in locations within India. Firm shall give preference to the local areas from where it operates while considering the activities to be undertaken and spending the amount earmarked for CSR activities.

1.8. Implementation of CSR Activities

The Firm shall implement CSR Activities as per the provisions of the Companies Act, 2013

1.9. CSR Corpus/Expenditure

- a) CSR Expenditure shall not include expenditure on an item not in conformity or not in line with activities which fall within the purview of the CSR activities listed in Schedule VII.
- b) CSR Expenditure shall not include projects or programs or activities undertaken outside India.
- c) The surplus arising out of the CSR activities or projects shall not form part of the business profit of Moelis

1.10. Review and Monitoring:

- a) It shall be the responsibility of the CSR Committee to review expenditure and monitor activities periodically
- b) Records relating to the CSR activities/expenditure shall be maintained. The records shall be submitted for reporting and audit

1.11. Disclosures by the Board

Directors' Report of the Board of the Firm to include:

- a) Contents of the CSR Policy and Composition of the CSR committee;
- b) An annual CSR report in the prescribed format as per Companies Act 2013;

Section 2: Annexure 1

1.1. List of Activities for Corporate Social Responsibility as per Schedule VII of the Companies Act, 2013:

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

- a) Eradicating extreme hunger and poverty;
- b) Promotion of education;
- c) Promoting gender equality and empowering women;
- d) Reducing child mortality and improving maternal health;
- e) Combating human immunodeficiency virus, acquired immune deficiency syndrome, malaria and other diseases;
- f) Ensuring environmental sustainability;
- g) Employment enhancing vocational skills;
- h) Social business projects;
- i) Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for socio-economic development and relief and funds for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women; and (x) such other matters as may be prescribed.