

I P Integrated Services Private Limited

Corporate Social Responsibility (CSR) Policy *(Effective from 2019)*

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1. CSR Policy and Philosophy

I P Integrated Services Private Limited (the “**Company**”) has been committed to operating its business responsibly while creating value for the society and all its stakeholders. Our mission reflects our aspiration to make a successful future available for society where we operate by leveraging our delivery capabilities and passion for excellence. Along with the sustained economic performance, we acknowledge the need to actively participate in the social, economic and environmental development of the communities where we operate and make a difference.

This CSR Policy has been framed by the Company in accordance with Section 135 and Schedule VII of the Companies Act 2013 and CSR rules made thereunder. The objective of the CSR Policy is to lay down the guiding principles in undertaking various Programs and projects by or on behalf of the Company relating to Corporate Social Responsibility.

2. Focus Areas

- a) The Company shall undertake the activities as recommended by the CSR Committee and approved by the Board in accordance with the provisions of Section 135 of the Companies Act, 2013 read with Schedule VII and Companies (CSR Policy) Rules, 2014. The activities may include the following:
 - (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 set-up 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 art and handicrafts;
- (vi) measures for the benefit of armed forces veterans, war widows and their dependents;
- (vii) training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports.
- (viii) contribution to the prime minister's national relief fund or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- (ix) contributions or funds provided to technology incubators located within academic institutions which are approved by the central govt.
- (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.

- b) The Company shall initially contribute and support the CSR activities focused towards promoting healthcare and education through Kasturba Health Society and Mottainai projects respectively.
- c) The CSR activities shall be undertaken by the Company in accordance with this policy and shall exclude activities undertaken in pursuance of its normal course of business.
- d) The CSR projects or programs or activities that benefit only the employees of the Company and their families shall not be considered as CSR activities in accordance with section 135 of the Act.
- e) Subject to the provisions of section 135(5) of the Act, the CSR projects or programs or activities undertaken in India only shall qualify for CSR expenditure.
- f) Contribution of any amount directly or indirectly to any political party under Section 182 of the Companies Act 2013 shall not be considered as CSR activity.
- g) Companies may build CSR capacities of their own personnel as well as those of their implementing agencies through Institutions with established track records of at least three financial years but such expenditure including expenditure on administrative overheads shall not exceed five percent of total CSR expenditure of the Company in one financial year.
- h) Any surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the Company.

3. Constitution of CSR Committee

In terms of section 135 of the Companies Act, 2013 and the Rules made thereunder, Board of Directors of the Company at its meeting held on 08th August 2019 has constituted a CSR Committee and the following are its members:

Name	Designation
Mr. Vikram Himatlal Parekh	Chairman and Director
Mr. Mukesh Mahendrakumar Maniar	Director
Mr. Osamu Tano	Director

The CSR Committee shall be comprised of members as appointed by the Board of Directors, from time to time in future.

4. Responsibilities of the CSR Committee

The responsibilities of the CSR Committee include:

- a. To formulate and recommend to the Board, a CSR policy which shall indicate the activities to be undertaken by the Company as per the Companies Act, 2013;
- b. To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;
- c. To monitor the CSR policy of the Company from time to time;
- d. Any other matter the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

5. Board of Directors

The Board of Directors shall take into account the recommendations made by the CSR Committee and approve the CSR programs for the Company.

6. CSR Expenditure

- a. As per the provisions of Companies Act, 2013, the Board shall ensure that the Company spends, in every financial year, at least 2% (two percent) of the average net profits of the Company made during the three immediately preceding financial years. For this purpose, “net profit” shall be calculated in accordance with provisions of Section 198 of the Companies Act, 2013.
- b. CSR expenditure shall include all expenditure including contribution to corpus, for projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee but does not include any expenditure on

an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act.

7. Modalities of Execution and Implementation

The Board may decide to undertake its CSR activities approved by the CSR Committee directly or through the registered trust or a registered society or a company established under section 8 of the Companies Act 2013 or even collaborate with other entities subject to the following conditions provided that:

- such trust, society or company shall have an established track record of three years in undertaking similar programs or projects;
- the Company has specified the project or programs to be undertaken through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism;

8. Monitoring of CSR Projects/Programs

The CSR Committee members will review the CSR projects/programs periodically and monitor the achievements against the targets set for the year.

9. Amendment of CSR Policy

The CSR policy of the Company may be amended at any time by the Board of the Company on the recommendation of the CSR Committee.

10. Reporting of CSR Policy and Reports

On approval of the CSR policy or any amendments thereof, the contents of the policy shall be included in the Boards' report.

At the end of each financial year, the CSR committee shall prepare a report of the CSR projects/programs undertaken in the prescribed form relating to the financial year and submit to the Board for its inclusion in the Board's report in the format recommended in the Companies (Corporate Social Responsibility Policy) Rules, 2014, as may be amended from time to time, as part of its annual report.
