

# CORPORATE SOCIAL RESPONSIBILITY POLICY

## **1. INTRODUCTION:**

The Board of Directors (the "Board") of Third Eye Integrated Services Private Limited (the "Company") has adopted the following policy and procedures of Corporate Social Responsibility (CSR). The Board may review and amend this policy from time to time.

## **2. GUIDING PRINCIPLE AND APPROACH:**

The business enterprises are economic organs of society and draw on societal resources, we at the company believe that a Company's performance must be measured by its Triple Bottom Line contribution to building economic, social and environmental capital towards enhancing societal sustainability. The guiding principle of Third Eye' Corporate Social Responsibility programs is "Impact through Empowerment," where empowerment is a process of strengthening the future today, so that risks are minimized, value created and certainty is experienced. We strive to ensure that the communities engaged through our CSR initiatives also experience certainty in their lives.

## **3. PROJECT IDENTIFICATION AND IMPLEMENTATION:**

The Company proposes to serve the society by undertaking CSR projects / programs and proactively responding to the needs of the community preferably in the economic proximity of the Company's operations. The CSR activities shall be undertaken within the territory of the Republic of India.

The Company proposes to adopt one or more of the following CSR projects / programmes / activities as prescribed by applicable laws, including Schedule VII of the Companies Act, 2013, as amended from time to time:

- eradicating hunger, poverty and malnutrition, promoting health care (including preventive health care) and sanitation and making available safe drinking water;

- promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- 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;
- 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;
- 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 arts and handicrafts;
- measures for the benefit of armed forces veterans, war widows and their dependents;
- training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio- economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government; and
- Rural development projects.

In addition to above the Company may adopt one or more of the CSR projects / programmes / activities as prescribed by applicable laws, including Schedule VII of the Act, as amended from time to time.

#### **4. IMPLEMENTATION**

- For effective implementation, each plan recommended by the Board it should specify the CSR activities planned to be undertaken.
- The Company recognises that the period of implementation of its long term CSR projects can extend over several years depending upon the

expected outcomes/ impact thereof.

- Each long term project will be broken up into annual targets and activities to be implemented sequentially on a yearly basis, and the budget would have to be allocated for the implementation of these activities and achievement of targets set for each successive year, till the final completion of the project.
- The Company may take up the implementation of CSR project with its own manpower and resources, if the Board is confident of its organisational capability to execute such projects.

## **5. CSR COMMITTEE**

As per the section 135(9) of the Companies Act, 2013, if an amount to be spent by a company on CSR activities under section 135(5) does not exceed Rupees fifty lakh rupees, the requirement under section 135(1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under the section 135 shall be discharged by the Board of Directors of the company. Currently the CSR expenditure applicable to the Company is substantially less than the threshold limit of Rupees fifty lakh rupees and the Company does not foresee the same will be breached in coming few years. Hence, in view of this till the time it is not mandatory to constitute a CSR Committee, all the functions related to CSR will be performed by the Board of Directors of the Company.

## **6. ANNUAL ACTION PLAN:**

The Board shall formulate and recommend to the Board, an Annual Action Plan in pursuance of this CSR policy, which shall include the following, namely:

- The list of CSR Projects or Programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act and in the manner as more specifically specified in point no. 4 above;
- In case the CSR activities are carried out through any Implementing Agency the Board shall take necessary confirmation and review reports ensuring activities are carried out as planned and the funds are spent on the areas and activities as committed;

- The modalities of utilisation of funds and implementation schedules for the Projects or Programmes;
- Monitoring and reporting mechanism for the Projects or Programmes; and
- Details of need and impact assessment, if any, for the Projects undertaken by the Company.
- Provided that Board may alter such plan at any time during the financial year, based on the reasonable justification to that effect.

#### **7. ROLE AND RESPONSIBILITY OF THE BOARD:**

The Board of Directors will be responsible for CSR initiatives, Annual Action Plan, Supervising the activities and complying such other requirements of Law. The CSR policy and programs shall be implemented, managed and supervised by the Board. The Board shall *inter alia* carry out following functions:

- Formulate and approve the CSR policy
- Identify the CSR Projects or Programs to be taken up by the Company either directly or through Implementing Agencies as defined under CSR Rules.
- Approve the CSR projects or programs proposed to be taken up by the Company for approval, each year.
- Define and monitor the Budgets for the carrying out the Projects or Programs.
- Approving the amount of expenditure for the CSR activities.
- Oversee the progress of the CSR Projects or Programs rolled out under this Policy as may be required.
- Submit a Report to the Board of Directors on all CSR Activities undertaken during the Financial Year.
- Monitor and Review the implementation of the CSR Policy.
- Place the CSR Policy of the Company on the Company's website.
- Formulating and approving an Annual Action Plan framed in pursuance of this CSR Policy.

#### **8. FINANCIAL OUTLAY FOR CSR ACTIVITIES:**

- a. Every year, the Company shall with the approval of its Board of Directors make a budgetary allocation for CSR activities/ projects for the year. The budgetary allocation will be based on the profitability of the Company and the requirements of applicable laws.

- b. The Company expects to spend the budgeted amount allocated for CSR activities/ projects planned for each financial year, within that year. If for any reason, the budget of a year remains unutilised, the unspent CSR amount shall be transferred by the Company to any fund included in Schedule VII of the Act until a fund is specified in Schedule VII for the purposes of sub-section (5) and (6) of Section 135 of the Act. The Board of Directors will disclose the reasons for not being able to spend the entire budgeted amount on the CSR activities as planned for that year in the Boards' Report of the Company.
- c. Any surplus arising out of the CSR activities, projects or programs shall not form part of the business profits of the Company. it shall be ploughed back into the same project or transfer it to Unspent CSR Account and spent in accordance to this CSR Policy/ Annual Action Plan/ Schedule VII of the Act within a period of six months of the expiry of the financial year.
- d. Excess amount spent towards CSR can be carry forwarded/set off upto immediate succeeding three financial years subject to the conditions that :
  - The excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in pursuance of Point c hereinabove;
  - The Board of the company shall pass a resolution to that effect.
- e. Any amount remaining unspent pursuant to any ongoing project, undertaken by a company in pursuance of its CSR Policy shall be transferred by the company in the unspent CSR Account at the end of the third year.

## **9. MONITORING AND REPORTING:**

- a. The Board of Directors of the Company shall report in the Board's Report a detailed description as per the prescribed format, of the CSR activities undertaken and status update thereof.
- b. The Board is responsible for undertaking the CSR activities and ensuring that the CSR Budget is utilized as per the statutory requirement.

- c. the Chief Financial Officer shall certify and confirm to the Board that the funds disbursed for CSR activities are utilized in the manner as approved by the Board;
- d. During every financial year, the Board will meet at as when required for the purpose of undertaking overview of the CSR activities. The Board shall review and discuss the scope of the activities or programmes or projects those were undertaken during the financial year as a part of the company's CSR activities/projects. The Board of Directors of the Company shall from time to time review CSR activities of the Company.
- e. The Company may engage International Organization for designing, monitoring and evaluation of CSR projects/programs as per its CSR policy as well as for capacity building of their own personnel for CSR.
- f. In case of the ongoing project, the Board of a Company 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 limit.

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