

CORPORATE SOCIAL RESPONSIBILITY ('CSR') POLICY

1. Introduction

Corporate Social Responsibility (“CSR”) entails the continuing commitment by business to contribute to economic & social development of the society, while improving the quality of life of the local community and society at large and fulfilling the obligations under Section 135 of the Companies Act, 2013 and the Rules made thereunder (the “Act”).

At Atria Convergence Technologies Limited (hereinafter called as “the Company”), we strongly believe that as an organization, we are an extension of our society. While we exist for the Business, we go beyond it and stand for something more. Ever since our inception, we have conducted many drives to better the conditions for society.

2. Objectives and Focus Areas:

The objectives of this Policy, as enumerated under the Act, is to carry out CSR activities in relation to one or more of the following objectives as are provided below:

- eradicating hunger, poverty and malnutrition, promoting health care (including preventive healthcare e.g. provisions for aids and appliances to the differently able persons) and sanitation (including contribution to the Swach Bharat Khosh set up by the Central Government for the promotion of sanitation) and making available safe drinking water etc.;
- promoting education, including special education, consumer education and awareness, employment enhancing vocational skills especially among children, women, and elderly and livelihood enhancement projects, etc.;
- promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centers 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, agroforestry, conservation of natural resources, ecological balance, animal welfare and maintaining the quality of soil, air and water (including contribution to the Clean Ganga Fund set up by the Central Government for rejuvenation of river Ganga) etc.;
- 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 etc.;
- measures for the benefit of armed forces veterans, war widows and their dependents;
- training to promote rural sports, nationally recognized 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;
- Rural Development projects;

- Slum Area Development; and
- such other matters as are prescribed by the Central Government under the provisions of the Companies Act, 2013 and Rules made there under from time to time.

It is believed that by focusing on some of these areas, the Company can assist the nation in its development.

It is not essential on the part of the company to carry out all activities, it may carry one or more activities from time to time.

Specific exclusions: Under the Act, the following activities are **specifically excluded** from the ambit and scope of CSR activities:

- *Activities undertaken by the Company in pursuance of its normal course of business;*
- *Activities undertaken by the Company with financial contribution by the employees;*
- *Activities which are exclusively for the benefit of the employees of the Company or their family members;*
- *Activities carried on outside India; and*
- *Contribution of any amount directly or indirectly to any political party under other provisions of the Companies Act.*

However, it is clarified that the Company may continue to undertake and/or participate in voluntary charitable/non-profit activities that does not fall within the scope of the CSR objectives as defined herein and the Companies Act, 2013.

The CSR activities shall be undertaken by the Company in project/ programs mode and not as one off event. Further, the Company shall, while spending the amount earmarked for CSR activities, give preference to the local area and areas around it where it has its offices.

The Company may also collaborate with other companies for undertaking eligible CSR projects or programs and may also decide in favor of building its own CSR capacities.

3. **Corporate Social Responsibility Committee:**

The Committee shall consist a minimum of three (3) or more Directors out of which atleast one Director shall be an Independent Director along with such other members and company executives as the board may deem fit from time to time.

4. **CSR Spend:**

The CSR Committee shall develop and recommend the overall budget, taking into consideration the requirements set forth in the Act. The surplus arising out of CSR projects, programs or activities shall not form part of business profit of the Company.

5. Responsibilities and Duties of CSR Committee:

The CSR Committee shall be responsible for the following:

- At least once annually, ascertain and recommend to the Audit Committee/Board, the minimum amount that the Company will spend on CSR Activities every year in accordance with the Act.
- At least once annually, identify and recommend to the Board the initiatives, specification of the projects and programs that are to be undertaken by the Company in and around the place where the offices of the Company are located and the amount to be spent on each initiative (except for contribution to the Prime Minister's National Relief Fund or other fund as is established by the Central Government.)
- The CSR Committee will be responsible for all compliance & regular monitoring of the contribution to check whether the amounts have been utilized in a manner that meets the objectives of the CSR Policy.
- Prepare modalities of the execution of the projects to be undertaken, and implementation schedules for the same in discussions with the implementing agencies.
- Oversee the execution, implementation and monitoring of the CSR Policy and the CSR Activities to be undertaken thereunder, preferably in the local area where the Company operates.
- To place reports of the various initiatives/CSR activities undertaken by the Company, the amount spent from the corpus at regular intervals before the Board of Directors.
- Recommend changes in the CSR policy to conform to the requirements of the law as amended from time to time and get the changes approved from the Board of Directors of the Company.

On an ongoing basis, evaluating and developing the content and integrity of any reporting to external stakeholders concerning CSR matters including the CSR report.

6. Monitoring Mechanism:

- All projects and programmes will be monitored by the CSR Committee, based on reports and regular field visits. The monitoring process will cover both programmes and financial reviews.
- The CSR Committee will receive periodical progress reports of all CSR activities undertaken.
- The Company shall adopt various monitoring and reporting measures as may be required under the Companies Act, 2013 and such other applicable laws.

7. Display of CSR activities on the website of the Company:

The contents of the CSR activities shall be displayed on the website of the Company under the url: www.actcorp.in

8. Disclosures and Reporting:

The CSR initiatives undertaken by the Company shall be prepared by the CSR Committee and shall be suitably integrated into the annual Director's report of the Company.