

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

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CORPORATE SOCIAL RESPONSIBILITY POLICY

I. Introduction

The Company's focus has always been to contribute to the sustainable development of the society and environment, thereby contributing to make our planet a better place for future generations.

II. Objective

The Company while continuing to be a leading player in the technology services that support global projects, has a clear focus on social upliftment and environment protection for inclusive growth to the realization of a truly empowered society. This Corporate Social Responsibility Policy (CSR Policy) lays down the guidelines and mechanism to carry out CSR Projects by the Company and to report its CSR work in the format provided by the Corporate Social Responsibility Rules (CSR Rules) under the Companies Act, 2013 (Act) as amended from time to time.

III. CSR Projects, programs and activities

The Company may undertake various CSR projects, programs and activities from time to time and may also contribute towards any existing or ongoing CSR projects, programs and activities. Such projects, programs and activities will be undertaken keeping in mind the CSR objectives of the Company and in alignment with the permissible activities under the Companies Act, 2013 and rules framed under (as amended from time to time).

Without prejudice to the generality of the aforesaid, the Company may from time to time undertake any project, program and activity on one or more of the areas prescribed under Companies Act, 2013, rules made thereunder, any circular / notification / guidelines / clarification issued thereunder.

The Company shall through its Corporate Social Responsibility Committee undertake, modify, implement and cancel CSR projects, programs and activities from time to time as it may deem fit.

IV. Constitution of CSR Committee and Formulation of CSR Policy

The Board of Directors of the Company shall constitute / re-constitute the Corporate Social Responsibility (CSR) from time to time in accordance with the statutory requirements.

The Committee shall act as per the terms of reference determined by the Board from time to time, in accordance with the provisions of the Act and Rules. The role of the Committee, inter alia, includes the following:

- (i) Formulate and recommend CSR Policy and suggest amendments therein to the Board of Directors.
- (ii) Evaluate and identify suitable CSR programmes, projects and activities in line with

the Schedule VII of the Act and recommend the amount of expenditure to be incurred on the activities.

- (iii) Monitor the implementation of the CSR activities and authorize CSR expenditure from time to time subject to the limits approved by the Board.
- (iv) Monitor the CSR Policy of the Company from time to time.
- (v) Such other activities as referred to by the Board from time to time.

V. Frequency of Meeting

The CSR committee may meet at such intervals, in such manner and carry out its activities as deemed fit, subject to the provisions of the Act/Rules and mandate if any, of the Board.

VI. CSR Activities and Budget

The Company shall undertake CSR activities as defined in Schedule VII of the Act. The Board would approve amount to be spent on CSR activities during every financial year as recommended by the CSR Committee and as required under the law. Any surplus arising out of CSR projects, programs and activities shall not form part of the business profits of the Company.

VII. Governance of the CSR Policy

The Company will constitute a governing mechanism to oversee the implementation of its CSR Policy, in compliance with the Act. The CSR Committee along with the Board shall be responsible for all the decisions taken with regard to the Company's CSR Policy.

VIII. Focus Areas/CSR Projects/CSR Activities

Without prejudice to the generality of the contents of this policy, the Company may undertake CSR projects, programs and activities as permitted under the framework of Companies Act, 2013 from time to time (including any amendments, clarifications, circulars, notifications or other official communications from time to time). The Company may also carry out the purposes of this CSR policy in accordance with any amended position of law from time to time notwithstanding that such amended position is not reflected in this policy.

SCHEDULE VII of the Companies Act, 2013

(Section 135)

**ACTIVITIES WHICH MAY BE INCLUDED BY COMPANIES IN
THEIR CORPORATE SOCIAL RESPONSIBILITY POLICIES**

Activities relating to: —

- (i) eradicating hunger, poverty and malnutrition, promoting 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) promotion of 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 arts and handicrafts;
- (vi) measures for the benefit of armed forces veterans, war widows and their dependents Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows.
- (vii) training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- (viii) contribution to the Prime Minister's National Relief Fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES 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;
- (ix) (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and

(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and

Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).

- (x) Rural development projects
- (xi) Slum area development
- (xii) Disaster management, including relief, rehabilitation and reconstruction activities.

IX. Disclosure

The Company shall follow and comply with the requirements for disclosure of the CSR Policy and/ or CSR activities in the Board's Report and on the website of the Company or otherwise, as may be required in terms of the provisions of the Act, as applicable from time to time.

For **DIACTO TECHNOLOGIES PRIVATE LIMITED**



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