

GREAT SOFTWARE LABORATORY PRIVATE LIMITED.

POLICY ON CORPORATE SOCIAL RESPONSIBILITY (CSR).

Section 135 of the Companies Act, 2013 and the Corporate Social Responsibility (CSR) Rules were notified by the Government of India on 27th February 2014 and have come into force on the 1st April 2014. The CSR Policy was first approved by the Board on January 22, 2016 and its amendment is approved in the Board meeting held on July 23, 2021.

I) PHILOSOPHY, VISION AND OBJECTIVES.

The approach of GREAT SOFTWARE LABORATORY PRIVATE LIMITED ('the Company') towards social development will focus on under-privileged sections of the society and with this aim it shall attempt to bring the backward people into the mainstream by providing them facilities for their education, healthcare and self-employment.

The Company is committed to operate in an economically, socially and environmentally sustainable manner while recognizing the interest of its stakeholders. The aim of CSR Policy is to identify and lend a helping hand to the under-privileged and economically weaker sections of the society and to contribute in their growth and development.

The policy on CSR will be adopted by the Company to align its philosophy to initiate measures and pursue socially useful programs with the objectives and activities of CSR envisaged and incorporated in the Companies Act, 2013 and the Rules made there under. This policy has been formulated and recommended by the CSR Committee and adopted by the Board of Directors at its Meeting held on October 29, 2015. The terms, rules and regulations mentioned in this policy are as per the Companies Act, 2013 and Rules made there under, including alterations, amendments or modifications hereto from time to time. The Board may, upon the recommendation of the CSR Committee amend or modify this CSR Policy as and when necessary.

II) DEFINITIONS.

- **Board** means the Board of Directors of the Company.
- **CSR Rules** means the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.
- **Company** means GREAT SOFTWARE LABORATORY PRIVATE LIMITED.

Words and expressions used in this Policy and not defined herein but defined under the Companies Act, 2013 or the CSR Rules shall have the meanings respectively assigned to them therein.

III) CONSTITUTION, COMPOSITION AND ACTIVITIES OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE.

- The CSR initiatives/activities of the Company will be identified and initiated by the CSR Committee.
- The Board of Directors at its Meeting held on October 29, 2015, constituted a Committee known as Corporate Social Responsibility Committee as required under Section 135 of the Companies Act, 2013 to decide on and monitor the implementation of the projects /programs to be carried out as Corporate Social Responsibility within the purview of Schedule VII of the said Act and to

formulate and recommend to the Board the CSR policy and the annual action plan.

- The CSR Committee now consists of the following Members, who are the Directors of the Company:-
 - i. Mr. Atul Narkhede
 - ii. Mr. Ajit Patwardhan
 - iii. Mr. Ganpati Nadkarni
 - iv. Mr. Ajit Bhale

The CSR Committee Chairman shall be elected by the members of the CSR Committee.

- The Committee shall recommend to the Board the amount of expenditure to be incurred by the Company on CSR activities and the Board will ensure that the activities as are included in CSR Policy are undertaken by the Company subject to and in accordance with the provisions of Section 135 of the Companies Act, 2013 and the CSR Rules.
- The CSR Committee may delegate its responsibility to any senior or key managerial person as and when deemed fit.
- The composition of the CSR Committee shall be disclosed in the Board's Report.
- Any other matter/thing as may be considered expedient by the members in furtherance of and to comply with the CSR Policy of the Company.

IV) Formulation of CSR Annual Action Plan

The CSR Committee shall formulate and recommend to the Board for approval a CSR annual action plan, which shall contain all matters which are required and any other matters as the CSR Committee may deem fit from time to time. All the guiding principles as required to be followed for implementing and monitoring the CSR Activities shall also be followed while formulating the Annual Action Plan. The Board may alter Annual Action plan at any time during the financial year, as per the recommendation of CSR Committee.

V) CSR activities:

The Company may undertake any of the CSR activities listed in Schedule VII of the Companies Act, 2013 as amended from time to time in line with the CSR vision.

VI) Amount of expenditure to be incurred on the CSR activities

- The Company will endeavor to spend the following amounts for CSR activities in pursuance of this Policy:
 - i) In every financial year, at least two per cent of the "average net profits" of the Company made during the three immediately preceding financial years. The "average net profits" shall be calculated in accordance with the provisions of section 198 of the Companies Act, 2013 and the rules made there under from time to time.
- Any surplus arising out of the CSR activities and excess expenditure i.e., beyond the prescribed CSR budget will be dealt as per the provisions of the Companies Act, 2012 and CSR Rules as amended from time to time.

- The CSR Committee will approve the expenditure on CSR activities within the monetary limits sanctioned by the Board for such activities.

VII) Guiding Principles

The Company shall follow the following guiding principles for selection of CSR Activities as well as formulation of the Annual Action Plan:

- The Company shall undertake only such CSR Activities which are permitted under the Companies Act, 2013 in line with the CSR Rules, as amended from time to time.
- The Company shall endeavor utmost transparency in selection, implementation, monitoring and reporting of CSR Activities.
- The Company shall ensure that all CSR Activities undertaken directly or indirectly, satisfy the criterion specified by the CSR Rules (if any).
- The Company shall ensure that all the CSR Activities are implemented as per the approved Annual Action Plan, authorized by the Board.

VIII) Modalities of Execution/Implementation:

- CSR activities may be initiated / implemented/ executed:
 - i) By the Company /Directly; or
 - ii) Through implementing partners/agencies prescribed under CSR Rules.
- An agreement / contract or any other written communication will be executed by the Company. The Company may also collaborate with other companies for undertaking projects or programmes or CSR activities.
- CSR Committee shall have full discretion to specify or modify the modalities of execution of CSR projects or programs and to determine implementation schedules.
- Committee shall ensure all the implementation partners/agencies have CSR- 1 Registration with Central Government.

IX) Governance and Monitoring of this CSR policy:

The Board with the help of the CSR Committee shall monitor periodically the implementation of the projects / programmes / activities under this CSR policy and the progress of the annual action plan their manner of execution, modalities of utilization of funds and implementation schedules along while to ensure compliance of the provisions related to CSR mentioned in the Companies Act, 2013 and rules made there under from time to time. The progress of CSR initiatives and activities will be reported to the Board on a regular basis.

X) Role of Board:

The role and responsibility of the Board shall include:

- Provide recommendations and approval for the annual action plan formulated and presented by the CSR Committee for spending of the prescribed CSR budget.
- Approval of CSR policy after taking into account the recommendations of the CSR Committee.
- Reporting in the Board's report brief outline of this CSR policy pertaining to any financial year which shall include an annual report on CSR containing particulars specified in Annexure I or Annexure II of the CSR Rules, as applicable.
- Specify in the Board's report the reasons, if the required amount is not fully spent in CSR activities.

- Ensure that the CSR activities are undertaken and executed by the Company as per this CSR policy and the applicable laws.
- The Board shall satisfy itself that the funds so disbursed have been utilized for the purposes and in the manner as approved by it.
- In case of Ongoing Project, the Board 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 time period
