

CORPORATE SOCIAL RESPONSIBILITY POLICY OF ESDS SOFTWARE SOLUTION LIMITED

1. INTRODUCTION

The concept of Corporate Social Responsibility (“CSR”) has become a vital element of the modern world. The contemporary views of the Corporate sector suggests it believes that the efforts of Govt. alone are not enough to get success in its endeavor to uplift the down trodden Society and hence there it has catapulted its contribution towards the Society considering the same its responsibility. Moreover, the Govt., realizing the above fact, has introduced and enforced legislations, which provide for obligations of corporate sector in the areas of CSR. With the rapidly changing corporate and regulatory environment, advent of more functional autonomy, operational freedom etc., the Company has adopted CSR as a strategic tool for sustainable growth. For the Company in the present context, CSR means not only investment of funds for Social Activities, but also Integration of Business processes with Social processes.

ESDS Software Solution Limited believes that in alignment with its the vision, through its CSR initiatives will continue to enhance value and promote social sustainability, sustainable development of the environment and social welfare of the people and society at large, more specifically for the deprived and underprivileged persons.

2. ESDS PHILOSOPHY

ESDS Software Solution Limited, having its registered office at Plot No B-24 & 25, Nice Area, M.I.D.C. Satpur, Nasik-422007 (Hereinafter termed as ‘ESDS or the Company’ was incorporated in 2005. ESDS, in conjunction with the objects for which it has been incorporated and is operating, aims to enrich society and drive sustainable economic growth by giving people and businesses innovative ways to communicate with each other by using the technologies offered by the Company. ESDS strives for the betterment of the society in all spheres.

3. CSR VISION STATEMENT

In alignment with the vision of the Company, strives to create value in the society and in the community in which it operates, through its services, conduct & initiatives, so as to promote sustained growth for the society and community.

4. OBJECTIVE

- Strive for economic development that positively impacts the society at large with minimal resource footprint.
- Embrace responsibility for the Company’s actions and encourage a positive impact through its activities and contributions towards social and economic development of the communities in which we operate and building a better & sustainable way of life for the weaker sections of the society.

- Promotes Community Health Care including preventive healthcare improve critical nutritional & health status of at-risk population of the society and making quality healthcare accessible and affordable for all.

5. SHORT TITLE & APPLICABILITY

This policy, which encompasses its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for welfare & sustainable development of the community at large.

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee shall consist of the number of directors as required and in compliance with the CSR Regulations.

The Committee shall hold meetings as and when required, to discuss various issues on implementation of the CSR Policy.

Role of the CSR Committee:

- i. Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by ESDS as specified in Schedule VII of the Companies Act 2013 (the Act);
- ii. Recommend the amount of expenditure to be incurred on the activities referred to in clause (i) in a financial year;
- iii. Monitor the Corporate Social Responsibility Policy of EIL from time to time.
- iv. Any other matter as may be considered expedient in furtherance of and to comply with the CSR Policy.

7. CSR ACTIVITIES

The Company proposes to implement its CSR activities in the following areas:-

- eradicating hunger, poverty and malnutrition;
- promoting education;
- promoting gender equality and empowerment of Women;
- ensuring environmental sustainability;
- contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- rural development projects;
- slum area development;
- Any other activity as may be prescribed in Schedule VII of the Companies Act, 2013 as amended from time to time.

CSR Activities shall not include

- The Activities undertaken in pursuance of normal course of business of a Company;
- CSR projects/programs or activities that benefit only the employees of the Company and their families;
- Any contribution directly/indirectly to political party or any funds directed towards political parties or political causes;
- Any CSR projects/programs or activities undertaken outside India.

8. CONSTITUTION OF THE NRC COMMITTEE:

The Board has the power to constitute/ re-constitute the Committee from time to time in order to make it consistent with the Company's policy and applicable statutory requirement. At present, the CSR Committee comprises of following Directors:

Name of the Director	Category	Designation
Mr. Piyush Somani	Managing Director	Chairperson
Ms. Pamela Kumar	Independent Director	Member
Ms. Komal Somani	Whole-time Director	Member

9. CSR EXPENDITURE

For achieving its CSR objectives through implementation of meaningful & sustainable CSR programmes, ESDS will allocate 2% of its average net profit made during the 3 immediately preceding financial years as its Annual CSR Budget.

The Annual CSR Budget shall be spent on activities laid down as under mentioned. CSR projects or programs or activities undertaken in India only shall amount to CSR Expenditure.

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 with the CSR Policy.

10. IMPLEMENTATION

CSR programmes will be undertaken by ESDS to the best possible extent within the defined ambit of the identified Project / Program.

The time period/duration over which a particular programme will be spread, will depend on its nature, extent of coverage and the intended impact of the programme.

11. POWERS FOR APPROVAL

CSR programmes as may be identified will be required to be put up to the CSR Committee of the Board at the beginning of each financial year.

12. MONITORING AND FEEDBACK

CSR committee of the company will be responsible for the monitoring of various CSR projects or programs undertaken by the company directly or indirectly. The committee shall ensure that;

- Company undertakes the CSR activities as provided in the CSR policy
- The projects/ programs are implemented as per the program approved by the board
- The budget allocated for each of the project is utilized for the projects as per the approved plans.
- The budget allocated for each of the project is utilized for the projects as per the approved plans.
- Company shall provide necessary resources and human capital for implementation and the effective monitoring of the CSR projects and programs as may be directed by the CSR Committee. The services of any external agencies or persons who have experience in the same or similar projects or programs undertaken or proposed to be undertaken by the company may also be made available for successful implementation and monitoring of the project.

13. 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.

14. REPORTING OF CSR POLICY

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 program 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.

15. GENERAL

In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference to be made to CSR Committee. In all such matters, the interpretation & decision of the Committee shall be final.