

POLICY ON CORPORATE SOCIAL RESPONSIBILITY

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1.0 CSR COMMITMENT

As a private closely held company, we are acutely aware of the importance of social responsibility. 'Being Humble' is one of our 7 core values and also informs our behaviour towards society. We aim to nurture and strengthen the trust placed in us by maintaining an open and transparent dialog... We support the ten principles of the UN Global Compact and are committed to protecting universally recognized human rights, labor standards, and environmental principles and to engaging in the fight against corruption. We understand that India although being a country with young population and unmatched potential faces problems of poverty, illiteracy and unemployment especially in rural areas. SoftwareONE India is therefore committed to contribute in empowering the Indian youth through various educational and vocational skill development programs and thereby enabling them to get employment and better living.

2.0 CSR POLICY OBJECTIVES

As a company with more than 5 years of existence in India, we are very much aware of our responsibility to the social environment in which we operate. Our services help to advance technical progress. Accepting responsibility for our environment and the society in which we operate is therefore part of our identity as a company. The main objective of the CSR policy is to lay down guidelines for SOFTWAREONE India, within the ambit of Companies Act 2013, read with relevant rules, to make CSR as one of the key focus area.

THE INDIAN CONTEXT ON CSR – As per our CSR Commitment statement, which highlights our concerns particularly for Economic Weaker Sector (EWS) of the Indian community, SOFTWAREONE is committed to contribute towards empowering the children from EWS and youth through various educational and vocational skill development programs and thereby enabling them to get employment and better living.

OUR VISION: To help under-served children/ young people in realizing their potential by providing basic education & skills for livelihood earnings.

OUR MISSION: To create and support programs that bring about sustainable changes through education and skill development among the children and youth from EWS.

THE WAY FORWARD:

- Provide free quality education to under-served/marginalized children by adopting schools in remote locations.
- Vocational Skill development programs for under-served/marginalized Indian youth to help them develop skills for their livelihood.

3.0 CSR FOCUS AREAS MAJOR ACTIVITIES SCHEDULE VII, SECTION 135 OF COMPANIES ACT 2013:

CSR FOCUS AREAS MAJOR ACTIVITIES SCHEDULE VII, SECTION 135 OF COMPANIES ACT 2013	
(i)	eradicating extreme hunger and poverty and malnutrition, promoting preventive healthcare and sanitation and making available safe drinking water
(i)	promotion of education; including special education and employment enhancing vocational skills
(ii)	promoting gender equality and empowering women
(iii)	Ensuring environmental sustainability
(iv)	protection of national heritage, art and culture
(v)	contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments
(vi)	funds provided to technology incubators located within academic institutions which are approved by the Central Government
(i)	rural development projects

4.0 COMPOSITION OF CSR COMMITTEE

The CSR committee consists of following members:

- Donabet Donikian (Director)
- Varun Paliwal (Director)
- Pardeep Munjal (Member)
- Yohan Antonio (Member)
- Prasoon Verma (Member)
- Meetu Bajaj (Federation General Counsel & CS)

5.0 RESPONSIBILITIES OF CSR COMMITTEE

The responsibility of the CSR committee include:

- Formulating, Amending and Recommending to the Board of Directors - the CSR Policy, indicating activities to be undertaken - for Approval and Adoption.
- To undertake such CSR activities as Approved by the Board of Directors.
- Preparing the implementation strategy.
- Recommending the amount of expenditure for the CSR activities.
- Monitoring CSR activities on regular basis.
- Reporting progress of CSR activities undertaken by the Company, as per formats prescribed under Companies Act 2013, read with relevant rules and to adhere to the guidelines/mandates/directives received from the Government in respect of the CSR activities and in case Government amends any activity from the scope, the policy shall be modified and the activity shall be revisited as appropriate.

6.0 LOCATION OF CSR ACTIVITIES

The CSR committee will decide on the location of CSR activities.

7.0 UNDERTAKING CSR ACTIVITIES

SoftwareONE CSR Committee will receive requests for funding the projects throughout the calendar year. Committee members will evaluate proposals received under the CSR focus areas and projects will be prioritized by assessing their impact. The CSR committee will deliberate on the proposals and approve proposals for implementation at its discretion. SoftwareONE India endeavours to continuously learn from its experiences and adapt its policies and implementation strategy on an ongoing basis.

8.0 GOVERNANCE,

8.1 Engagement with Partners

- The company may directly or through a Registered Trust, Foundation, Section 8 Company (or erstwhile section 25 company) or a registered society, with a track record of at least 3 years in carrying out activities in related areas, can undertake CSR activities as per the provisions of the Companies Act, 2013.
- Accordingly partnered foundation or such entity will work closely with the CSR Committee in implementing the CSR activities of the Company. Collaboration can also be formed with other companies or institutions for undertaking projects or programs for CSR activities.
- While engaging partners, SoftwareONE India shall evaluate the credentials of the implementing entity and seek relevant documents required for due diligence. Such entities will assist the CSR Committee in identifying the areas of CSR activities, programs and execution of initiatives as per defined guidelines. Partnered entity will also assist the Board and the CSR committee in reporting the progress of deployed initiatives and in making appropriate disclosure (internal /external) on a periodic basis.

8.2 Internal Controls

- i. The members of the committee (other than directors) to hold the position for a maximum tenure of 3 years
- ii. Members to deliberate on all the proposals received by the committee.
- iii. In case if any proposal is submitted by a member then he/ she to abstain from the evaluation/ voting for the same.
- iv. Maximum amount to be allocated to a single project not to exceed INR 500,000 for a first allocation and 25% of the total available fund for subsequent year.
- v. The company to allocate funds to any single project consecutively for not more than 2 years. A cooling period of 2 years to be maintained for any reconsideration of the same project.
- vi. Members to give a declaration about conflict of interest (as annexed in Annexure A).

Any unallocated amount defacto will be contributed to Prime Minister Relief Fund

Exception – The provisions of sub section (iv) & (v) hereinabove shall not apply on any project which is being designed and initiated by SoftwareONE

9.0 MONITORING AND REVIEW OF PROJECTS

There will be three Level of Monitoring and Review undertaken for CSR activities:

Level 1	Local reviews; dissemination of MIS and exception reports by Execution teams
Level 2	CSR committee review every month
Level 3	Short progress report to Board on quarterly basis

Budget:

- The Board of SoftwareONE India to ensure that minimum of 2% of average net profit of the last 3 years is spent on CSR initiatives undertaken by SoftwareONE India
- All expenditure towards the programs to be diligently documented

- In case at least 2% of average net profit of the last 3 years is not spent in a financial year, reasons for the same to be specified in the CSR report
- Any surplus generated out of the CSR activities not to be added to the normal business profits of SoftwareONE India and shall be used for CSR activities.

9.0 EFFECTIVE DATE

This revised policy is effective from 1st January 2022.

10.0 CONTACT

For queries related to CSR policy, please write to us at: csr-helpdesk.in@softwareone.com

Annexure A (Declaration Form)

Declarations of Interest

Instructions

The purpose of this form is to give information about your interests that could be seen as relevant to the committee established to undertake projects for CSR .

Interests can arise from professional or personal activities and include employment and income (outside of SoftwareONE), speaking engagements, shareholdings, publications and research, and membership of professional or voluntary organisations. Interests that are not relevant or could not be seen to be relevant to the committee's work do not need to be declared.

You are responsible for the accuracy and completeness of the form and are encouraged to fully disclose any interests. Not declaring a relevant interest could lead to disciplinary action by the committee.

The declaration should cover all current interests and any from the last 12 months. Please also declare any new interests that are not currently held but will arise during execution of proposed plans by the committee.

1. How do you know the proposed organization?
2. Were you ever employed (or connected in anyway) with the proposed organization?
3. Do you or any of your family member have any direct/ indirect relation (current/ past) with the organisation or any of the members of the proposed organization
4. Do you or any of your family member draw any direct/ indirect benefit in cash/ kind from the proposed organization or any of the members of the proposed organization?
5. Is there any other disclosure or conflict of interest, which you would wish to make?

(The information you provide on this form will be used to see if you have any potential conflicts of interest. We ask for this information to comply with our organisational policies.)

Declaration

I confirm that the information provided above is complete and correct. I acknowledge that any changes in these declarations during my work with SoftwareONE must be notified to SoftwareONE as soon as possible and no later than 3 working days after the interest arises. A deliberate failure to disclose an interest could in the most serious cases be treated as misconduct and a disciplinary action could be initiated by SoftwareONE.

Signed:**Name:****Employee ID:****Date:**