

INFRASOFT TECHNOLOGIES LIMITED

Corporate Social Responsibility Policy

Preamble

CSR in India has traditionally been seen as a philanthropic activity and in keeping with the Indian tradition, it was an activity that was performed but not deliberated. As a result, there is limited documentation on specific activities related to this concept. However, what was clearly evident that much of this had a national character encapsulated within it, whether it was endowing institutions to actively participating in India's freedom movement, and embedded in the idea of trusteeship.

As some observers have pointed out, the practice of CSR in India still remains within the philanthropic space, but has moved from institutional building (educational, research and cultural) to community development through various projects. Also, with global influences and with communities becoming more active and demanding, there appears to be a discernible trend, that while CSR remains largely restricted to community development, it is getting more strategic in nature (that is, getting linked with business) than philanthropic, and a large number of companies are reporting the activities they are undertaking in this space in their official websites, annual reports, sustainability reports and even publishing CSR reports.

The Companies Act, 2013 has introduced the idea of CSR to the forefront and through its disclose-or-explain mandate, is promoting greater transparency and disclosure. Schedule VII of the Act, which lists out the CSR activities, suggests communities to be the focal point. On the other hand, by discussing a company's relationship to its stakeholders and integrating CSR into its core operations.

Guiding Principle

CSR is the process by which an organization thinks about and evolves its relationships with stakeholders for the common good, and demonstrates its commitment in this regard by adoption of appropriate business processes and strategies. Thus CSR is not charity or mere donations.

CSR is a way of conducting business, by which corporate entities visibly contribute to the social good. Socially responsible companies do not limit themselves to using resources to engage in activities that increase only their profits. They use CSR to integrate economic, environmental and social objectives with the company's operations and growth.

In exercise of the powers conferred under clause (o) and clause (q) of sub-section 3 of Section 134 read with Section 135 and sub-sections (1) and (2) of section 469 of the Companies Act, 2013, the Central Government has prescribed Rules to be followed by the company.

Applicability

Every company having net worth of INR 500 crore or more, or turnover of INR 1000 crore or more or net profit of INR 5 crore or more during any financial year will have to comply with the CSR provisions as laid down under the Act.

If any of the above condition is met, the qualifying company is mandatorily required to spend at least 2 percent of the average net profits of the company made during the three immediately preceding financial years on specified CSR activities.

Mission statement of Infracsoft Technologies Limited ('the Company') - driving CSR initiative

Drive double bottomline goals to be an increasingly profitable company whilst driving CSR initiatives to be a socially responsible enterprise.

Constitution of CSR Committee

First CSR Committee consists of following Directors:

CSR Committee members:

1. Hanuman Tripathi
2. Milind Chalisgaonkar
3. Rangan Mohan

The committee members may be nominated by Board from time to time.

Role of the CSR Committee includes:

1. Ensure that the projects, programs and activities to be undertaken by the Company are as per the Schedule VII of the Companies Act, 2013.
2. Ensure that projects, programs and activities (either new or ongoing) that are to be undertaken are excluding the activities undertaken in pursuance of its normal course of business.
3. Ensure that the projects, programs and activities (either new or ongoing) shall be undertaken in India only and there shall not be any indirect or direct contribution to any Political party under section 182 of the Companies Act, 2013.
4. Ensure that the Company shall give preference to local area and the areas where it operates for spending and shall not undertake the projects, programs and activities that only benefit the employees of the Company and their families.
5. Prepare a list of CSR projects, programs and activities which Company plans to undertake during the implementation year, specifying modalities of execution in the areas/sectors chosen and implementation schedules for the same.

6. Recommend the amount to be incurred on the respective activities.
7. Prepare a transparent monitoring mechanism for ensuring implementation of the projects, programs and activities proposed to be undertaken by the Company.
8. Conducting internal meetings with business leaders to establish the relevance of potential CSR activities to the Company's core business.
9. Studying the good CSR practices of other companies and their achievements.
10. Build CSR capacities of the Company's own personnel as well as the implementing agencies through institution with well-established track records of at least 3 financial years but such expenditure shall not exceed 5% of total CSR expenditure in one financial year.
11. Undertake the CSR activities through a registered trust or a registered society or a company established by the Company provided such trust or society or Company shall have an established track record of 3 years in undertaking similar program or project.
12. Collaborate with other Companies for undertaking projects or programs or CSR activities in such a manner that the CSR committees of respective companies are in a position to report separately on such projects or programs in accordance with rules.
13. Monitoring the Corporate Social Responsibility Policy from time to time and make modifications according to the requirement of the project, programs and activities.
14. Disclose contents of such policy in its report in the specific prescribed format and the same shall be displayed on the Company's website also.

Eligible CSR spend (as per Schedule VII of the Companies Act,2013)

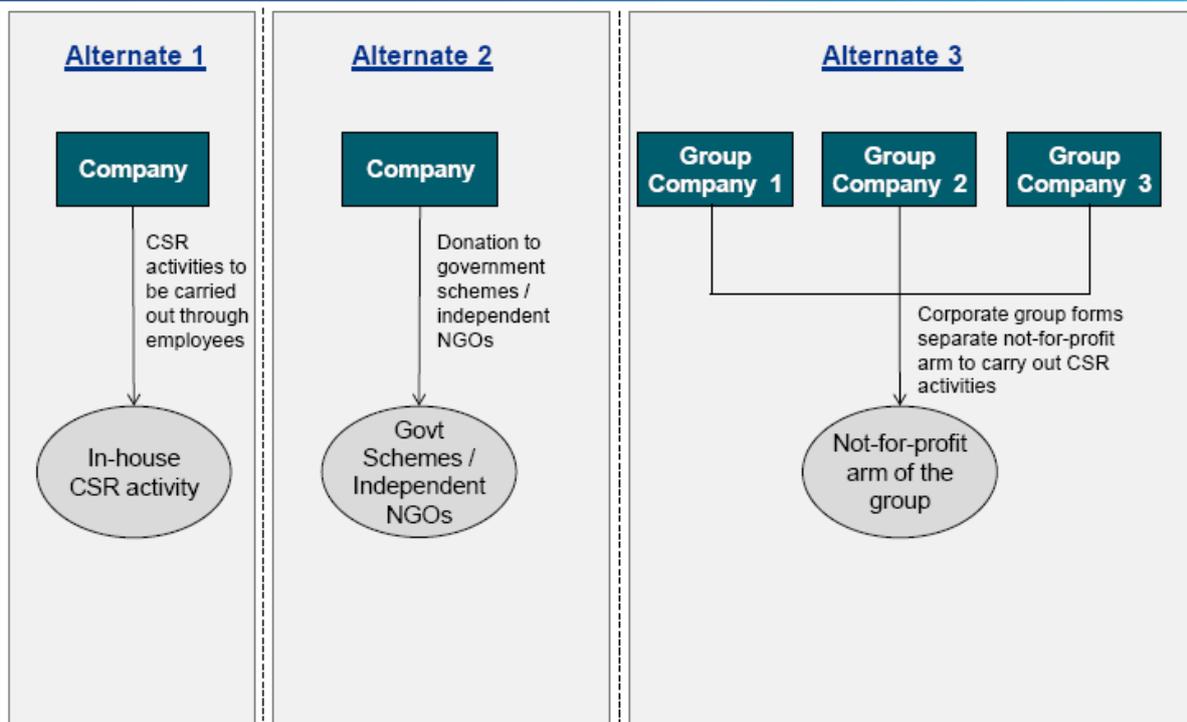
List of activities under Schedule VII



1. Environment sustainability
2. Empowering women and promoting gender equality
3. Promoting Education
4. Poverty reduction and eradicating extreme hunger
5. Social business projects
6. Reducing child mortality & improving maternal health
7. Combating human immunodeficiency virus, acquired immune deficiency syndrome, malaria and other diseases
8. Employment enhancing vocational skills
9. Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central & State Government funds for socio-economic development and relief
10. Contribution towards funds set up by the Central & State Government for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women; and
11. Such other matters as may be prescribed

Modalities of execution on selected activities/programs

Modalities of carrying out CSR activities



List of Projects/activities/programs proposed to be undertaken

The Company encourages partnering with external registered foundations/ NGOs having established track record of 3 years in undertaking proposed projects/ programs. These programs may be ongoing or new one. Selecting the programs covered under the Schedule VII of the Act and run by selective external registered foundations/ NGOs preferably through:

- 1) NASSCOM Foundation
- 2) Rotary Clubs
- 3) Prime Minister's Relief Fund
- 4) Any other reputed registered institution/foundation/NGO

CSR Expenditure

CSR expenditure shall include all expenditure including contribution to corpus, for the projects or programs relating to CSR activities approved by the Board on the recommendation of CSR Committee but does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act.

- 1) 25% of the amount will be paid to NASSCOM Foundation if they have projects that are covered under Schedule VII of the CSR Act; AND/OR
- 2) 25% of the amount will be paid to Rotary Clubs who have programs under Schedule VII of the CSR Act;

AND/OR

- 3) 50% / 100% of the amount to be paid to Prime Minister's Relief Fund

The abovementioned allocation of spent is preliminary in nature and the final spent will be mutually decided by the CSR committee members as and when to be spent.

Expenditure on administrative overheads:

The Company may incur expenditure on building CSR capacities of their own personnel as well as their implementing agencies through institutions with established track record of atleast 3 financial years but such expenditure, including on administrative overheads, shall not exceed 5% of total CSR expenditure of the Company in one financial year.

Ineligible CSR expenditure

Expenditure not in conformity with activities specified in Schedule VII, CSR activities undertaken outside India, CSR projects that benefit only the employees / their families and contribution to political parties.

Monitoring mechanism

Need to perform a pre-grant assessment of these NGO/ implementing agencies partners to assess if these NGO partners have necessary systems and controls required to ensure use of CSR funds for the intended purposes

1) Financial due diligence

(field visit to NGO/ implementing agencies partner's head office for review of following key processes relevant to CSR compliances:

- Legal status and regulatory compliances
- Budgetary control procedures
- Accounting system
- Cash and Bank management

- Asset management
- HR and Payroll
- Financial reporting and audit arrangements

2) Program review

(Document review and field visits (if practically possible and required) to NGO/ implementing agencies partner's for review of following key processes relevant to CSR program/project implementation)

- Organisation's mission, vision and area of specialization including its geographical focus and target groups
- Organisation structure
- Existing donors, programs and projects (past 3 years)
- Operating manuals (if available) and/or systems and tools/ templates for project design, monitoring and reporting

Reporting

The Board of the Company shall, after taking into account the recommendations made by the CSR committee, approve the CSR policy for the Company and disclose its contents in their report and also publish the details on the Company's official website, if any, in such manner as may be prescribed. If the Company fails to spend the prescribed amount, the Board, in its report, shall specify the reasons.

Details to be included in the Board's Report

1. Provide a brief outline of the Company's CSR policy including the statement of intent reflecting the ethos of the Company, broad areas of CSR interest and an overview of activities proposed to be undertaken
2. Indicate the web-link to the CSR Policy. The Policy should include the full list of projects/activities/ programs proposed to be undertaken by the Company
3. The composition of the CSR Committee
4. Average Net Profit of the Company of last three financial years
5. Threshold Limit- prescribed expenditure (2% of this amount as in 4 above)
6. Details of CSR activities/projects undertaken during the year
7. Details of CSR spent during the financial year:
 - (a) Total amount to be spent for the financial year; (b) Amount unspent, if any;
 - (c) Manner in which the amount spent during the financial year is detailed below.

1. Sr. No	2. CSR Project or activity Identified	3. Sector in which the Project is covered	4. Projects/ Program 1. Local area/others 2. Specify the State and projects or program was undertaken	5. Amount outlay (budget) project/ or program wise	6. Amount spent on the project or Program Sub – Heads (1) Direct Expenditure on Projects and Program (2) Overheads	7. Cumulative expenditure upto to the reporting period	8. Amount spent: Direct or through implementing Agency*
1							
2							

*Give details of implementing agency:

- In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.
 - A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.
8. The above disclosure in the report shall be signed by Chief Executive Officer/Managing Director/Director and Chairman – CSR Committee.

Conclusion

The inclusion of the CSR mandate under the Companies Act, 2013 is an attempt to supplement the Government's efforts of equitably delivering the benefits of growth and to engage the Corporate World with the country's development agenda. Infracsoft Technologies Limited believes in contributing to the country's Development through implementing the best CSR policy and practices and contributes toward the socio- economic growth of the Country.

Composition of Corporate Social Responsibility Committee of Infracsoft Technologies Limited

In terms with provisions of Section 135 of the Companies Act, 2013, the present Corporate Social Responsibility Committee of the Company consists of following members:

Sr. No.	Name of Committee member	Designation
1.	Mr. Rangan Mohan	Chairman
2.	Mr. Rajesh Mirjankar	Member
3.	Mr. Milind Chalisgaonkar	Member

CSR Projects approved by the CSR Committee / Board of Directors of the Company

A. Implementing Agency: CONCERN INDIA FOUNDATION

Title of the project: Promotion of holistic development among Orphan and Semi-orphan Girl children

Thematic Area: Education

Location: *Uttan*, Mumbai

Goal: Reintegrating the Orphan and Semi-Orphan girl children in society by providing care, academic support & protection under a roof (Home).

Objectives:

- To facilitate education among girl children
- To ensure physical, intellectual and mental wellbeing of girl children
- To provide welfare services such as free lodging, boarding, health and recreation
- To encourage girl children to kindle their potential by providing creative opportunities
- To encourage further education to assist independency

Beneficiaries: Orphan and semi-orphan girl children

Target beneficiaries: 25 Girls between ages of 6 to 18

Strategy 1: Provision of safe shelter

Activity 1-Admission of needy girls in the home

Strategy 2: Rehabilitation of orphan/ semi orphan girls

Activity 1: Enrollment in formal school

Activity 2: After School support through supplementary education for the girls

Strategy 3: Provide support system for Emotional and Physical wellbeing of the children

Activity 1: Regular Counseling

Activity 2: Health Check up

Activity 3: Extra Curricular activities

Recommended Project Budget:

Particulars	Amount (INR)
Program Cost	2,416,000
Miscellaneous	120,800
IME	507360
Grand total	30,44,160

B. Implementing Agency: CONCERN INDIA FOUNDATION

Title of the project: Improving Health Services through Strengthening PHC

Proposed Area: Shahpur, Thane district

Thematic Area: Health

Sub theme: Primary Health Care

Project Objectives-

The main objectives are:

1. To provide a refurbished & equipped health centre for the rural population to increase access to government health care system locally
2. To ensure that basic medical equipment is readily available at the centre to help attend to medical needs

Proposed strategies and activities:

Strategy 1: Development and strengthening of infrastructure

Activity-1: Construction of OPD and Operation Theater rooms in Shahpur PHC

Strategy 2: Refurbishment of Primary Health Centre

Activity 2: Infrastructure refurbishment

Activity-3: Solar electricity panels

Activity- 4: Provision of new furniture and doors

Activity- 5: Provision of equipment

Strategy 3: Communication and branding and accountability systems

Activity-7: Communication and Branding

Activity-8: Technical expertise and vendor selection

Recommended Project Budget:

Particulars	Amount (INR)
Refurbishment of structure	16,45,000
Materials for PHC	6,88,500
Miscellaneous	1,16,675
IME	4,90,035
Grand total	29,40,210

C. Implementing Agency: ARMMAN

Title of the project: Arogya Sakhi Home-Based Antenatal and Infancy Care Program

Proposed Area: Palghar district of Maharashtra, India

Recommended Project Budget: Rs. 30,00,000/-

Program Strategies/ Implementation Mechanisms :

1. Training and Equipping Women Health Entrepreneurs
2. Deploying Mobile Technology for Early Detection, Referral and Tracking of High-risk Pregnancies
3. Closure in the Loop of Care
4. Providing Access to Preventive Care Information