



INNPLEXUS CONSULTING SERVICES PRIVATE LIMITED
CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

1. PREAMBLE:

Innoplexus Consulting Services Private Limited (the Company) has been committed to the good corporate governance practices. The primary responsibility of all the individuals associated with the Company is to ensure the long-term success of the Company through the adoption and management of good corporate social behavior.

With the advent of the Companies Act, 2013 and pursuant to the provisions of Section 135 constitution of a Corporate Social Responsibility Committee of the Board and formulation of a Corporate Social Responsibility Policy became a mandatory requirement for the Company.

The Company believes in “looking beyond business” and strives to create a positive impact on the communities it serves and on the environment and acknowledges that Corporate Social Responsibility is primarily, the responsibility of the Company in relation to the impact of its decisions and activities on the society, through a transparent and ethical behavior. The Company now seeks to formulate a robust CSR Policy which encompasses its philosophy and guides its sustained efforts for undertaking and supporting socially useful programs for the welfare & sustainable development of the society.

2. DEFINITIONS:

In the Policy, unless the context otherwise requires:

1. **“Act”** shall mean the Companies Act 2013, including any modifications, amendments or re-enactment thereof.
2. **“Agency”** (or Agencies) means any Section 8 Company or a registered trust/ society/ NGO/ institution, performing social services for the benefit of the society established by the Company; either singly or along with any other Company; or established by the Central Government or State Government or any entity established under an Act of Parliament or a State legislature.
3. **“Associate Company”** in relation to another Company, means a Company in which that other Company has a significant influence, but which is not a subsidiary Company of the Company having such influence and includes a joint venture Company. Explanation: Significant influence means control of at least 20% of total share capital or of business decisions under an agreement.

4. **“Average Net Profit”** means profit calculated as per Section 198 of the Companies Act, 2013.
5. **“Approved Budget”** shall mean the total budget as approved by the Board of the Company upon the recommendation of the CSR Committee, which is to be utilized for CSR Projects.
6. **“Board”** shall mean the Board of Directors of the Company from time to time.
7. **“Company”** shall mean Innoplexus Consulting Services Private Limited and wherever the context requires, shall signify the Company acting through its Board.
8. **“CSR Annual Plan”** shall mean the annual plan detailing the CSR expenditure for the Year as may be recommended by the CSR Committee.
9. **“CSR Committee”** shall mean the Corporate Social Responsibility Committee constituted by the Board of the Company in accordance with the Act, consisting of three or more Directors.
10. **“CSR Policy”** shall mean the Corporate Social Responsibility Policy of the Company, which covers the activities to be undertaken by the Company as specified in Schedule VII to the Act and the CSR Expenditure thereon and as amended or modified from time to time.
11. **“CSR Projects” or “Projects”** means Corporate Social Responsibility projects/activities/ programs/ initiatives, instituted in India, either new or ongoing, and includes, but is not limited to those undertaken by the Board in pursuance of recommendations of the CSR Committee as per the declared CSR Policy of the Company. Projects/activities/ programs/ initiatives undertaken in pursuance of normal course of business of the Company and projects which benefit only the employees of the Company and their families shall not be considered as CSR Projects.
12. **“Financial Year”** shall mean the period beginning from 1st April and ending on 31st March.
13. **“Group Companies”** shall mean holding, subsidiaries and associates of the Company.
14. **“Net profit”** shall mean the net profit as per the Act and Rules based on which the specific percentage for CSR expenditure must be calculated.

15. “Rules” shall mean the Companies (Corporate Social Responsibility) Rules 2014, including any re-enactment, modifications or amendments thereof.

Words and expressions used and not defined in the Policy shall have the same meanings respectively assigned to them in the Act and/or Rules.

SR.NO.	PARTICULARS	DESCRIPTION	
1.	OBJECT OF CORPORATE SOCIAL RESPONSIBILITY (CSR)	To make CSR a key business process for sustainable development of the society. The Company will act as a good corporate citizen and aims at enhancing the welfare measures of the society within the framework of its policy.	
2.	CONSTITUTION OF CSR COMMITTEE (Pursuant to Section 135 of the Companies Act, 2013 and the rules made thereunder and approval of Board of Directors of the Company at its meeting held on 30 th September 2019)	Name of the Person	Designation
		Mr. Abhijit Prabhakar Keskar	Chairman
		Mr. Holger Alexander Otto Hoffmann	Member
3.	ROLE OF CSR COMMITTEE	i. Formulation and recommendation of a CSR policy to the Board ii. Review and recommendation of the amount of expenditure to be incurred on the CSR activities iii. Monitoring the CSR policy of the Company from time to time iv. Recommend Annual CSR Plan to Board for its approval v. Any other matter as the CSR committee may deem appropriate after approval of the Board of Directors	
4.	CSR FOCUS AREAS / CSR PROJECTS	i. Eradicating Hunger, Poverty and Malnutrition, promoting preventive	

	(In line with Schedule VII of the Act and the CSR Rules)	healthcare and sanitation and making available safe drinking water.
		ii. Promoting education and employment enhancing vocational skills especially among children, women, elderly and the differently abled people and livelihood enhancement projects
		iii. Promoting gender equality and empowering women, setting up homes, hostels for women and orphans setting up old age homes, day care centres and such other facilities for senior citizens and adopting measures for reducing the inequalities faced by socially and economically backward group.
		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.
		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 art and handicrafts
		vi. Measures for the benefit of armed forces veterans, war widows and their dependents;
		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 any other fund set up by the central govt. for socio economic development and relief and welfare of

		the schedule caste, tribes, other backward classes, minorities and women
		ix. Contributions or funds provided to technology incubators located within academic institutions which are approved by the central government
		x. Rural development projects
		xi. Slum area development
5.	BUDEGET FOR CSR EXPENDITURE	<p>i. The Company shall allocate the budget for CSR activities. The minimum budgeted amount for a Financial Year shall be 2% of the average net profit of three immediately preceding Financial Years. The Company may allocate more fund/amount than the amount prescribed under Section 135 of the Companies Act, 2013, for the CSR Projects for any Financial Year.</p> <p>ii. CSR Committee shall recommend the amount of expenditure project wise to be incurred annually to the Board for its consideration and approval.</p> <p>iii. 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 or not in line with activities which fall within the purview of Schedule VII of the Act.</p>
6.	CSR INITIATIVES (In line with Schedule VII of the Act and the CSR Rules)	The Company shall undertake CSR activities included in its Annual CSR Plan, as

		<p>recommended by the CSR committee at the beginning of each Year.</p> <p>The Company is authorized to approve any modification to the existing Annual CSR Plan or to propose any new program during the Financial Year under review.</p>
7.	<p>MODALITIES OF EXECUTION AND IMPLEMENTATION CSR PROJECTS:</p> <p>The Company may fulfill its CSR objects within the scope and ambit of the Focus Area(s) as defined in the Policy by:</p>	<p>i. Itself (Self-initiative); or</p> <p>ii. Through any trust, agency or society which is involved in CSR activities</p> <p>iii. By engaging external professionals / firms /agencies to implement the identified CSR Projects</p> <p>iv. By collaborating with other companies in accordance with the Act and Rules.</p>
8.	<p>MONITORING MECHANISM:</p>	<ul style="list-style-type: none"> • The CSR Committee will recommend the Annual Plan for CSR to the Board for its approval. The plan will include resource requirements and allocation across various CSR activities. • CSR Committee shall prepare annual report on CSR activities, to monitor the status of each CSR project and shall report its findings to the Company periodically. • CSR Committee may also seek guidance from some of the most eminent experts from the academic and developmental domains. It is envisaged that the CSR Committee and such professionals with their Years of experience and multifunctional expertise, will provide macro policy-level inputs that will not only critique, but also guide and inform Company’s CSR work.
9.	<p>EFFECT OF INTERPRETATIONS/CLARIFICATIONS</p>	<p>The policy shall be deemed to have amended or modified to the extent of any</p>

	AND AMENDMENTS ON CSR PROJECT:	modification/amendment or clarifications issued by the Central Government from time to time in relation to the CSR obligations of the companies and shall be interpreted accordingly.
10.	REVIEW OF POLICY	This CSR policy document will be reviewed from time to time and any changes, if necessary, will be approved by the CSR Committee of the Board.
11.	REPORTING	The Board's report shall include the particulars as are required to be reported in accordance with the provisions of the Companies Act, 2013 and the prescribed rules made thereunder.