



**CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY**  
**HYVE INDIA PRIVATE LIMITED**

**1. CONTEXT**

Sustainability and responsibility towards our communities and the environment is embedded in the business operations and philosophy of Hyve India Private Limited on an enterprise -wide level. Aligned with this business philosophy, Hyve India Private Limited ('Hyve India' or 'the Company') is committed towards integrating economic, environmental and social concerns of our country with the Company's operations and growth.

Further, pursuant to Section 135 of the Companies Act, 2013 and the applicable rules enacted therein this Corporate Social Responsibility Policy ('CSR Policy') as formulated, recommended and adopted by the Board of Directors of the Company.

This CSR policy set the standards for the way we interact with the society at large and the environment around us. They may be supplemented from time to time by additional policy statements and guidelines.

**2. CSR COMMITTEE**

**A. CSR COMMITTEE**

Pursuant to the provisions of Section 135(9) of the Companies Act, the amount to be spent by a Hyve India as CSR expenditure does not exceed fifty lakh rupees, hence, there is not requirement for constitution of the Corporate Social Responsibility Committee.

All the functions and responsibilities of CSR Committee are to be discharged by the Board of Directors. The current members on the Board of Hyve India are:

<b>Name</b>	<b>Designation</b>
Mr. Thomas Jeffrey Whelan	Director
Mr. Gaurav Sood	Whole-time Director

Subject to the requirements of the Companies Act, 2013, the Board may increase or modify the Board members and same shall be considered for the purpose of CSR provisions.

**B. MEETINGS**

The Board shall meet as often as its members deem necessary for discharge of their duties and responsibilities, however, at least once in six months.

The meeting can be held either at the registered office of the company or any other place, as may be decided by the members.



The Board shall issue notice at least three days in advance of every meeting, specifying the day, place and timing of meeting and the general nature of the business to be transacted there at shall be given to the members. In urgency, a meeting may be convened by shorter notice.

### **C. FUNCTIONS OF BOARD IN CONTXET OF CSR**

The functions of the Board shall include:

- i. formulating and approving CSR Policy indicating the activities to be undertaken by the Company, as specified in Schedule VII of the Companies Act, 2013 and modify / amend the same as and when required,
- ii. formulating the operational framework and identifying the amount of expenditure to be incurred on these activities,
- iii. reviewing and approving annual budgets with respect to approved CSR programs,
- iv. preparing a transparent monitoring mechanism for ensuring implementation of the projects/programmes/activities proposed to be undertaken by the Company,
- v. ensuring that annual report on CSR is covered under Boards' report as per Annexure defined in Rule 8 of the Companies Act 2013,
- vi. ensuring that Company's website displays the approved CSR policy and projects,
- vii. publicizing the CSR Policy and initiatives throughout the organization through mailers, screensavers and other modes of dissemination,
- viii. carrying out workshops to increase employee awareness on various projects and initiatives.

### **3. CSR PROJECTS AND ACTIVITIES**

The Company shall undertake specific corporate social responsibility ("CSR") projects and programmes, as approved from time to time by the Board in its capacity, within the following CSR categories as specified in Schedule VII:

1. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
2. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
3. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.



4. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
5. 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 arts and handicrafts.
6. Measures for the benefit of armed forces veteran, war widows and their dependents.
7. Training to promote rural sports nationally recognized sports and Olympic sports.
8. Contribution to the Prime Minister's National Relief Fund or PM CARES FUND or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women.
9. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government.
10. Rural development projects
11. Slum area development
12. Disaster management, including relief, rehabilitation and reconstruction activities

However, the Company shall not indulge itself in any of the following activities for the purpose of CSR contribution:

- any activity undertaken in pursuance of normal course of business of the Company;
- any activity undertaken by Company outside India;
- any direct or indirect contribution to any political party;
- activities which are exclusively for the benefit of employees of the company;
- activities supported by the Company on sponsorship basis for deriving marketing benefits for its product or services;
- activities carried out for fulfilment of any other statutory obligations under any law in force in India.

In furtherance of specific CSR projects or programmes, the Company may collaborate with NGOs with an established track record of at least three years in undertaking similar activities and other like-minded stakeholders, including other companies, registered trusts and societies, in order to leverage upon the collective expertise, wisdom and experience that such relationships may bring.

Set forth on **Appendix A** to this CSR Policy are the specific projects and programmes approved by the Board in furtherance of the above CSR categories. Appendix A shall be updated from time-



to-time as necessary to reflect additions and revisions.

#### **4. BUDGET**

The Company shall endeavour to spend not less than 2 per cent of the average net profits of the Company computed in accordance with the applicable provisions of the Companies Act, 2013, made during the three immediately preceding financial years, towards CSR activities.

Further, any surplus arising out of the contribution made for the Company's CSR activities shall not form part of the business profit of the Company and shall be redeployed for CSR activities.

#### **5. MONITORING AND REPORTING**

Under the direction of the Board, the Company shall implement a monitoring mechanism over the Company's CSR projects and programmes. Such monitoring mechanism shall, among other things, make transparent the manner and details of the implementation of all CSR projects and programmes undertaken by the Company. The monitoring mechanism to be adopted would be specified for each CSR activity/project by the Board based on whether the activity is being undertaken directly or through implementing agencies/non-profit organizations.

The Board shall prepare periodic reports on the status of the Company's implementation of specific CSR projects and programmes.

The Board shall in its Annual Report include the details of the CSR activities undertaken in the Financial Year in the manner as prescribed under the Companies Act, 2013 and the CSR Rules.

#### **6. EFFECTIVE DATE**

The CSR Policy shall be effective from the date of its approval by the Board of Directors.

#### **7. AMENDMENTS TO CSR POLICY**

The Board shall review this CSR Policy on a periodic basis (minimum at least once in every three years) and shall update it as necessary or appropriate (subject to approval by the Board, where applicable) to ensure that it reflects the applicable provisions of the Companies Act, 2013 as well as the current interests of the Company.

The versions published on the Company's website at the time of reference will be the authoritative version of these documents and will supersede any previously published version of the same documents.