

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

Communications Test Design India Private Limited (the Company) has formulated CSR Policy of the company. The Company is driven by the vision to make difference, specifically to the society by contributing to the economic development of the country and improving the quality of life of the local communities directly or contribute funds through implementing agencies.

A. Scope of CSR Activities -

The Company has proposed to spend on the following CSR activities as entailed in Schedule VII of Companies Act 2013:

- (i) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
- (ii) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- (iii) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- (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 including contribution to the Clean Ganga Fund setup by the Central Government for rejuvenation of river Ganga;
- (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 arts and handicrafts;

(vi) Measure for the benefit of armed force veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

(vii) Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympics sports;

(viii) Contribution to the Prime Minister's National Relief Fund or Prime Minister's Central Assistance and Relief in Emergency Situations Fund (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 Schedule Tribes, other backward classes, minorities and women;

(ix) (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and

(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).

(x) Contribution to Defence Research and Development Organisation (DRDO), Department of Biotechnology (DBT).

(x) Rural development projects.

(xi) Slum area development.

Explanation: For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.

(xii) Disaster management, including relief, rehabilitation and reconstruction activities.

B. Implementation

CSR Programmes of the Company may be implemented by the Company itself or through: -

- a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company; or
- a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or
- any entity established under an Act of Parliament or a State legislature; or
- a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

Explanation. - For the purpose of clause (c), the term "entity" shall mean a statutory body constituted under an Act of Parliament or State legislature to undertake activities covered in Schedule VII of the Act.

C. CSR Expenditure

Company shall spend, in every financial year, at least two percent of the average net profits (PBT) of the company calculated in accordance with Section 198 of Companies Act, 2013 made during the three immediately preceding financial years and CSR expenditure will include all expenditure, direct and indirect, incurred by the Company on CSR Programmes undertaken in accordance with the approved CSR Plan. Moreover, any surplus arising from any CSR Programmes shall be used for CSR programmes only.

D. Expenditures that cannot be treated as part of CSR Activities.

- Activities undertaken in pursuance of the normal course of business.
- Activities undertaken outside India; (except for training of Indian sports personnel representing any state or union territory at national level or India at international level).
- Activities that benefit exclusively the employees of the company.
- Contribution to political parties.
- Activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services.
- Activities carried out for fulfilment of any other statutory obligations under any law in force in India.

E. Procedure

The CSR program/project shall be monitored by the Board of Directors of the Company pursuant to Section 135(9) of Companies Act 2013.

Every year, a CSR Plan delineating the CSR Programmes to be carried out during the financial year and the specified budgets thereof shall be placed before the Board. The Board will consider and approve the CSR Plan with modification that may be deemed necessary.

However, if the total CSR obligation for any financial year exceeds Rs. 50 lakhs, CSR committee would be constituted which would follow the below mentioned procedure.

- Every year, the CSR Committee will place for the Board's approval, a CSR Plan delineating the CSR Programmes to be carried out during the financial year and the specified budgets thereof. The Board will consider and approve the CSR Plan with modification that may be deemed necessary.
- The CSR Committee will monitor the CSR programmes to be undertaken for a particular financial year.

F. Spending

The Board of every company referred to in sub-section (1), shall ensure that the company spends, in every financial year, at least two per cent. of the average net profits of the company made during the three immediately preceding financial years, or where the company has not completed the period of three financial years since its incorporation, during such immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy:

Provided that the company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for Corporate Social Responsibility activities:

Provided further that if the company fails to spend such amount, the Board shall, in its report made under clause (o) of sub-section (3) of section 134, specify the reasons for not spending the amount and, unless the unspent amount relates to any ongoing project referred to in sub-section (6), transfer such unspent amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

Where a company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that -

(i) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in pursuance of sub-rule (2) of this rule.

(ii) the Board of the company shall pass a resolution to that effect.

Ongoing Project-Any amount remaining unspent under sub-section (5), pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by a company in pursuance of its Corporate Social Responsibility Policy, shall be transferred by the company within a period of thirty days from the end of the financial year to a special account to be opened by the company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards the Corporate Social Responsibility Policy within a period of three financial years from the date of such transfer, failing which, the company shall transfer the same to a Fund

specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.

G. Annual Action Plan.

The Annual Action Plan shall be placed before the Board of Directors of the Company which inter-alia highlights the following aspects of the CSR initiatives of the Company.

(a) The list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act.

(b) The manner of execution of such projects or programmes.

(c) The modalities of utilization of funds and implementation schedules for the projects or programmes.

(d) Monitoring and reporting mechanism for the projects or programmes.

(e) Details of need and impact assessment, if any, for the projects undertaken by the company.

Provided that if CSR committee is constituted the Annual Action Plan of CSR activities would be placed before the Board of Directors on recommendation of the CSR Committee.

H.CSR Committee.

The Board of Directors of the company shall discharge the functions of CSR committee. However, the company shall constitute CSR committee if the CSR obligation in any financial year exceeds the limits specified under Section 135(9) of Companies Act, 2013. The terms of reference of such committee are as follows.

a. Functions of CSR Committee

(a) formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company in areas or subject, specified in Schedule VII;

(b) recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
and

(c) monitor the Corporate Social Responsibility Policy of the company from time to time.

b. CSR Committee.

The Board of Directors of the company shall constitute CSR committee if the CSR obligation in any financial year exceeds the limits specified under Section 135(9) of Companies Act, 2013.

G. Disclosures

The disclosure of contents of Corporate Social Responsibility Policy shall be made in the Board's report as an Annexure - Report on CSR ACTIVITIES and on the company's website.

H. Amendments

Any amendment or modification in the Companies Act, 2013 and rules made thereunder shall automatically be applicable to the Company.