

CORPORATE SOCIAL RESPONSIBILITY POLICY



Corporate Social
Responsibility

1. PREAMBLE

At **NETWEB TECHNOLOGIES INDIA LIMITED (Company)**, we recognize that our activities must not only benefit our clients, stakeholders and employees but also benefit those who live in surrounding areas of our business operations.

The Company has always endeavoured to conduct its business responsibly, mindful of its social accountability, respecting applicable laws and with regard for human dignity. The Company’s long-term CSR objective is “to improve the quality of life of the communities we serve through long term value creation for all stakeholders”.

We are committed to keeping the Company at the forefront of sustainable measures, delivering leading best practices, and progressing industry-wide adoption of sustainability.

2. VISION AND MISSION

Utilize our resources to create a positive impact in the society.

To interact and engage with local communities in order to understand their issues and help improve the quality of life.

3. FOCUSED GEOGRAPHIC SPREAD

Company’s focus areas for developmental activities will be in urban as well as rural areas in the states/ territory in which it is located or may be located in future. While we will ensure that all communities benefit from our CSR activities, we would focus on those groups that are socially and economically marginalized, especially women and girl children amongst others.

Further, any amount remaining unutilized in one location shall be interchangeably utilized in other location for any approved activities.

4. FOCUS AREAS OF ACTIVITIES

In accordance with the requirements under the Companies Act, 2013 (The “Act”) and the rules/ regulations framed thereunder, and circulars/ clarifications issued thereunder (collectively, “Applicable Law”), Company CSR activities, amongst others, will focus broadly on: *Education; Gender Equality and Women Empowerment; Health and Sanitation (including Poverty, Malnutrition and Hunger); Rural Development and Environmental Sustainability and Skill Development*. The Company shall aim to utilize the total CSR budget towards projects under each category in a rational and equated manner. The implementation strategy shall largely be as follows:

Sl No.	Focus Area/Category	Implementation Strategy
1.	Education	Partner directly or with non-profit organizations; primary, secondary, and higher educational institutions including schools, colleges, and universities to encourage efforts in a wide range of areas including training, provision of funding for continued education, skilling and re-skilling initiatives, offline and online education, research, infrastructure development and capacity building.
2.	Gender Equality and Women Empowerment	Work directly or with NGOs to reach out to underprivileged and socially disadvantaged persons including women and children towards the cause of gender equality and empowerment. Projects can include awareness activities, trainings, support for livelihood related efforts, infrastructure development, etc.
3.	Healthcare and Sanitation including Hunger, Poverty, Malnutrition	Work directly or with non-profit organizations at infrastructure and/or operational level to support meal or nutrition related programs in schools and other institutions across India. Work with medical and health related organizations for projects in preventive healthcare, short term and long-term care and treatments.

4.	Rural Development and Environmental Sustainability	Partner directly or with governments and NGOs to support projects related to Rural Development including rehabilitating disaster- affected victims in rural areas, etc.
5.	Skill Development	Work directly or with non-profit organizations/governmental organizations to promote skill development in rural or urban areas.

5. DELIVERY MECHANISM

Company may undertake its CSR activities approved by the Board, through a Company established under Section 8 of the Act or a registered public trust or a registered society registered under Sections 12A and approved under 80G of the Income Tax Act, 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, 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 (vi-a) of clause (23-C) of Section 10 or registered under Section 12-A 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 or any other permitted entity under the Act and CSR Rules as amended from time to time.

Whilst a large part of the CSR efforts of Company will be implemented by an in-house CSR department/Foundation and through Societies promoted by the Company, the Company may also partner with credible organizations – individually or as a member of consortiums – to design, fund, implement and review projects.

The surplus arising out of the CSR activities shall not form part of the business profit of the Company. Such surplus shall be spent towards its CSR activities in accordance with this policy and applicable laws. Identification of multi-year CSR projects/ programs (“Ongoing Projects”) will be done by the CSR Committee while its implementation will be monitored by the CSR Committee and the Board of Directors of the Company as required under the Applicable Law. The board shall disclose reasons for not spending the amount (if applicable) in the Annual Report, in the format as specified under the law to the shareholders of the Company.

6. USAGE OF CSR FUNDS

Company shall utilize its CSR funds each financial year in accordance with the applicable laws for the activities as specified in *schedule VII of the Companies Act, 2013* and shall retain no such amount for its own use or in its own accounts. The Company shall spend at least 2% of its average net profits during 3 (three) immediately preceding financial years (‘Mandatory Allocation’) calculated as per the provisions of the Companies Act, 2013, to undertake CSR activities and shall ensure that any surplus arising from such activities shall also be spent on activities specified under this Policy and the Annual Action Plan or as specified in the Act and CSR Rules as amended from time to time.

The board of a Company shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.

The board shall ensure that the administrative overheads shall not exceed 5% of total CSR expenditure of the Company or any amount as specified in the Companies Act, 2013 for the financial year.

Any amount remaining unspent as mentioned above pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by the Company in pursuance of this 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 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 as specified in Schedule VII of the Act, within a period of thirty days from the date of completion of the third financial year.

For the avoidance of doubt, the CSR activities of Company shall not include: (i) direct or indirect contributions of any of the CSR funds to any political party; (ii) any CSR activities or CSR projects otherwise conducted in the ordinary course of business of Company; (iii) any CSR activities or CSR Projects conducted solely for the benefit of employees or their families etc. except where it is specifically allowed by the statutes; and (iv) such other conditions as may be specified and notified by Ministry of Corporate Affairs (MCA) in accordance with the provisions of the Act and CSR Rules from time to time.

7. GOVERNANCE MECHANISM

The 'CSR Committee' of the Board will govern and review the CSR utilization including liability, spending and programs undertaken, of the Company at more frequent interval as is may deem fit from time to time. The CSR Committee shall, formulate and recommend to the Board, projects and activities to be undertaken as part of the Annual Action Plan. The CSR Committee will recommend to the Board for its approval the Annual Action Plan for CSR, which shall contain all matters which are required under Applicable Law and any other matters as the CSR Committee may deem fit from time to time. The Board may modify the annual action plan as per the recommendations of the CSR Committee at any time during the financial year, based on reasonable justification. The plan will include resource requirements and allocation across interventions and locations. The composition of the CSR Committee of the Board is as below:

- I. Managing Director, Member and Chairman of the CSR Committee
- II. One Independent Director as Member of the CSR Committee
- III. Any one other Director as a Member of the CSR Committee

The CSR Committee shall report to the Company's Board of Directors.

8. OPERATIONAL GUIDELINES

Any CSR projects/commitments to be undertaken by the Company's Board of Directors at any point of time should be in accordance with the Annual Action Plan approved by CSR Committee at the beginning of each year.

The CSR Committee shall conduct meeting as specified under Law to perform the duties and responsibilities and in compliance of applicable law on the Company.

9. AMENDMENTS TO THE CSR POLICY

Any amendment in this Policy may be carried out with the approval of the Board of Directors of Company. In case any amendments, clarifications, circulars, and guidelines as issued by the regulatory body(ies)/authority(ies) and such amendments, clarifications, circulars and guidelines are not consistent with the requirements specified under this policy, then the provisions of such amendments, clarifications, circulars and the guidelines shall prevail and accordingly this policy shall stand amended effective from the date as laid down under such amendments, clarifications, circulars and guidelines.

10. INTERPRETATION

Words and expressions used but not defined in this Policy shall have the same meaning assigned to them in the Act, Companies (Corporate Social Responsibility Policy) Rules, 2014 and other rules made thereunder or each as amended . This Policy shall also be subject to such clarifications and FAQs as may be issued by Ministry of Corporate Affairs from time to time. In case of any doubt with regard to any provision of the Policy and also in respect of matters not covered herein, a reference should be made to Company Secretary. In all such matters, the interpretation & decision of the CSR Committee shall be final. Any or all provisions of the Policy would be subject to revision/ amendment in accordance with the guidelines on the subject as may be issued from the Government, from time to time.

WEBSITE DISCLOSURE

The Board of Directors of the Company need to mandatorily disclose the composition of the CSR Committee, the Policy and Projects approved by the Board on their website for public access.

First revision on 14.03.2023
Second revision on 01.11.2023
