



**Corporate Social Responsibility
Policy
of
HCIL Comtel Private Limited
(formerly known as HCIL Comtel Limited)**

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1. Name

Policy is called the “HCIL Comtel Private Limited - Corporate Social Responsibility (CSR) Policy”

2. Vision statement

Promote education and learning initiatives and programs to improve the quality of life of the communities in the areas, we operate in.

3. Definitions

“Act” means the Companies Act, 2013

“Average Net Profit” means Profits as calculated in accordance with the provisions of Section 198 of the Act.

“Corporate Social Responsibility (CSR) activities” means and includes but is not limited to:

- a) Projects or programs relating to activities specified in Schedule VII to the Act or
- b) Projects or programs relating to activities undertaken by the Board of directors of a Company in pursuance of recommendations of CSR Committee as per declared CSR policy of the company subject to the condition that such policy will cover subjects enumerated in Schedule VII of the Act.

“CSR Committee” means the Corporate Social Responsibility Committee of the Board referred to in section 135 of the Act.

“CSR Policy” relates to the CSR outlook of the Company and the activities to be undertaken by the company as specified in Schedule VII to the Act and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of a company. The Policy may be amended by the Board to make changes and improvements from time to time.

“Net profit” means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely:-

- a) any profit arising from any overseas branch or branches of the company, whether operated as a separate company or otherwise; and
- b) any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act:

Provided that net profit in respect of a finance year for which the relevant financial statements were prepared in accordance with the provisions of the Companies Act, 1956,

(1 of 1956) shall not be required to be re-calculated in accordance with the provisions of the Act:

“Rules” means the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time.

4. CSR Policy requirement as per the Companies Act, 2013 and notified Rules

It may be noted that the term “CSR Policy” as used in the Act and the Rules notified thereunder requires the following to be included:

- a) A list of CSR projects or programs which a company plans to undertake falling within the purview of Schedule VII of the Act, specifying modalities of execution of such projects and programs and implementation schedules for the same; and
- b) Monitoring process for such programs provided that the CSR activities shall not include the activities undertaken in pursuance of normal course of business of the company.

5. Objective

Promote education and learning initiatives and activities related thereto.

6. Purpose of CSR Activities

The Company will endeavor to achieve our larger objective of community empowerment. Our primary focus will be ‘Promotion of Education’. This will include basic education for children, adult literacy and vocational skills-training and development and facilities related thereto including Preventive care and sanitation facilities.

7. Annual Spend

At least two percent in every financial year, of the average net profits of the company made during the three immediately preceding financial years shall form the Funds available for implementation of CSR projects.

8. Sector and issues

- a) The company’s CSR activities will focus on the sector and issues relating to ‘Promotion of Education’ and Promotion of health care including preventive health care and sanitation.
- b) The Company may respond to any events that demand community rehabilitation and empowerment to the extent feasible meaningfully.

9. Geographies and target communities

In undertaking CSR activities preference will be given to local areas where the company operates with the target communities being socially economically marginalized group.

10. Implementation Structure

- a) The CSR activities shall be undertaken either directly or through one or more registered trusts or societies with an established track record of three years in undertaking similar programs or projects, as may be approved by CSR Committee from time to time.

- b) The Board/ CSR Committee shall specify the project or programs to be undertaken through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting execution and mechanism.
- c) Additionally, the Company may also collaborate with other entities to implement initiatives 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 the Rules.
- d) The CSR projects or programs or activities will be undertaken in India only.
- e) The Company shall not contribute any amount directly or indirectly to any political party.
- f) Any surplus arising out of CSR projects or programs or activities shall not form part of the business profits of the Company.
- g) CSR activities will not include the activities undertaken in pursuance of normal course of business of the company.

11. Monitoring mechanism

- a) Each of the CSR projects and programs would have clearly defined output, outcome and process indicators which will have to be reported on at specified frequencies.
- b) All projects and programs will be monitored by the CSR Committee/authorized officials, based on these reports and regular field visits. The monitoring process will cover both program and financial reviews.
- c) The CSR Committee will receive half yearly /yearly progress reports of all CSR activities of the company.
- d) Any other measures as advised by CSR Committee for monitoring the projects/ programs from time to time.

12. Composition of the CSR Committee

The members of the CSR Committee as constituted by the Board of Directors on 16 July 2014 as follows:

- 1. Partha Banerjee
- 2. Pranav Roach
- 3. Alok Goyal

13. Display of CSR activities on Company's website

The annual report of the CSR activities along with the contents of the CSR policy of the Company shall be displayed on the Company's website.