

Corporate Social Responsibility Policy Of

Born Commerce Private Limited

CIN NO.: U93090TN2011PTC094977

Regd. Office : 2nd Floor, Hardy Tower Ramanujan IT SEZ TRIL Infopark Limited, Chennai Tamil Nadu
600113, India

e-mail : complianceofficer.cs@borngroup.com, website : www.borngroup.com

Tel: +91 (044) 33511200

Introduction

Born Commerce Private Limited (hereinafter referred to as the Company) is in the business of design services including management of graphics and content for sales and marketing as well as customer communication, managing services, reprographic services, digital rights management services, premedia solutions and services, workflow development, advertising services for companies across various industries. The Company strives for holistic business growth. The company believes that alongwith economic performance, environmental and social stewardship is also required. The Company's focus has always been to contribute towards the sustainable development of society and environment.

Objectives

CSR Policy of Born Commerce Private Limited(BCPL) aims to

- Demonstrate commitment to the common good through responsible business practices and good governance.
- Actively support and be part of the state's development agenda to ensure sustainable change.

Vision

- The CSR vision of BCPL is "Society development through Education."
- For BCPL, Corporate Social Responsibility means responsible business practices through the involvement of all stakeholders in the decision making process and in operations. It entails having business policies that are ethical, equitable, environmentally conscious, gender sensitive and sensitive towards the differently abled.
- BCPL shall implement this primarily through Tech Mahindra Foundation (TMF) (Section 25 Company set up under the Companies Act 1956).
- TMF, through vibrant and innovative partnerships with the government, NGOs, CBO's and other organisations, will promote quality education and employability for vulnerable sections of the society.

Applicability and Commencement

- The CSR Policy of the Company has been developed in consonance to Section 135 of the Companies Act 2013 (referred to as the Act in this Policy) and in accordance with the CSR Rules (hereinafter referred to as the Rules) notified by the Ministry of Corporate Affairs, Government of India in 2014.
- The Policy shall apply to all CSR Projects/Programmes undertaken by the Company in India as per Schedule VII of the Companies Act, 2013.
- This Policy shall be applicable to BCPL from the financial year 2019- 2020 onwards.

Budget

CSR Committee will recommend the annual budgeted expenditure to the Board for its consideration and approval.

Focus Areas

BCPL will implement its CSR activities in accordance with Section 135 of the Companies Act 2013 and the Rules notified thereunder.

CSR focus area for BCPL shall be primarily promotion of **Education**. Within this broad theme specific areas such as school education, education for employment and technical education are included. Persons with disability and Women's Empowerment are cross-cutting themes in these focused areas. The interventions in these thematic areas

will be prioritized to reach the underserved segments of the population like women, economically and geographically disadvantaged and vulnerable and marginalized population.

Implementation

The Company's CSR Programmes will be identified and implemented according to the Board's approved CSR Policy. This CSR Policy builds on the learnings from and good practices of the ultimate parent Company's ongoing CSR activities. The CSR Policy would have its monitoring and evaluation mechanism so as to ensure every programme has:

- clearly defined objectives (developed out of existing societal needs determined through baselines/studies/research), targets and timelines.
- a robust progress monitoring system
- impact assessments
- a reporting framework and system in alignment with the Act and Rules.

The Company will implement its CSR Programs primarily through Tech Mahindra Foundation (TMF) (Section 25 Company set up under the Companies Act 1956).

Roles and Responsibilities of Board

The Board of BCPL would be responsible for:

- approving the CSR Policy as formulated by the CSR Committee
- ensuring that in each financial year the Company spends at least 2% of the average net profit before taxation made during the three immediate preceding financial years.
- ensuring that every financial year funds committed by the Company for CSR activities are utilized effectively and monitored regularly.
- disclosing in its Annual Report the composition of CSR Committee, details of CSR spent during the year and such other information in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules 2014.

CSR Committee

Composition of the the CSR Committee: The Committee will consist of following two Directors.

- Mr. Vivek Satish Agarwal
- Mr. Ritesh Mohan Idnani

Vivek Satish Agarwal shall act as Chairman of the CSR Committee

The CSR Committee of the Company would be responsible for:

- formulating the CSR Policy in accordance with the Section 135 of the Companies Act, 2013.
- identifying activities to be undertaken as per Schedule VII of the Companies Act, 2013.
- recommending to Board the CSR expenditure to be incurred.
- recommending to Board, modifications/amendments to the CSR Policy as and when required.

- regularly monitoring the implementation of the CSR Policy/Programmes.

Monitoring and Reporting Framework

BCPL's CSR Committee shall monitor the implementation of the CSR Policy through periodic reviews of the activities done by TMF. The Committee would in turn recommend this to the BCPL Board for its final approval.

In compliance with the Companies Act, 2013 and to ensure the funds spent on CSR programmes are creating the desired impact on the ground, a comprehensive Monitoring and Reporting framework would be put in place. The Monitoring and Reporting mechanism is divided into three distinct areas:

- Programme Monitoring
- Evaluation
- Reporting and Documentation

Programme Monitoring

- Programme monitoring mechanism will ensure:
 - the CSR Policy is implemented in accordance with the provisions of the Companies Act, 2013 and its Rules.
 - The CSR Policy is implemented ensuring that all projects/programmes as budgeted are duly carried out.
- CSR spends would be closely monitored and funds shall be released against verified utilizations as per the approved work plans.
- CSR spends would be subject to audit.
- Half yearly review by the CSR Committee and yearly review by the Board.

MIS monitoring mechanism and evaluation plan will be put in place.

Expected outcomes would be clearly defined for each programme as per stated timelines.

Documentation and Reporting

The CSR Committee will ensure preparation of the annual CSR Report for inclusion in the Board's Report. This report will be in compliance to the prescribed format given under the Companies (Corporate Social Responsibility Policy) Rules 2014.

Corporate Social Responsibility Report of Born Commerce Private Limited

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Corporate Social Responsibility (CSR) Report for the Financial Year 2019-2020

The CSR Committee comprising of the following members

- Mr. Vivek Satish Agarwal
- Mr. Ritesh Mohan Idnani

have complied with the provisions of Section 135 of the Companies Act, 2013 through its Parent Company's CSR activity. The company has contributed 2% of the Average Net Profit (calculated as per section 198 of the Companies Act, 2013) of last three years to Tech Mahindra Foundation (TMF) (Section 25 Company set up under the Companies Act 1956).

The Average Net Profit of the last three Financial Years as per section 198 of the Companies Act, 2013 is Rs.12,00,12,623.00 (Rupees Twelve Crore Twelve Thousand Six Hundred Twenty Three only)

CSR Amount to be spent for the Financial Year 2019-2020 i.e. 2 percent of Rs.12,00,12,623.00 is Rs.24,00,252.00

Details of CSR amount spent during the Financial Year 2019-2020.

SL.NO.	CSR PROJECT OR ACTIVITY IDENTIFIED	TOTAL BUDGETED AMOUNT TO BE SPENT (Rs.)	ACTUAL AMOUNT SPENT (Rs.)	UNSPENT AMOUNT (Rs)
1	Contribution through Parent Company's CSR Activity to Tech Mahindra Foundation (TMF) (Section 25 Company set up under the Companies Act 1956).	24,00,252.00	24,00,300.00	NIL

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise RS.	Amount spent on the projects or programs Sub – heads: (1) Direct expenditure on projects or programs (2) Overheads RS.	Cumulative expenditure upto to the reporting period RS.	Amount spent : Direct or through implementing agency* RS.
1	Contribution through Parent Company's CSR Activity to Tech Mahindra Foundation (TMF) (Section 25 Company set up under the Companies Act 1956).	The project is primarily focused towards promotion of Education.	All over India.	24,00,252.00	24,00,300.00	N.A.	Amount spent through Tech Mahindra Foundation
TO TA L				24,00,252.00	24,00,300.00		

The CSR Project shall be monitored as per the uidelines laid down in the CSR Policy.

The Corporate Social Responsibility Report shall be available on the website of the Company.

Date: 1st July, 2020

Place: Chennai

for and on behalf of the CSR Committee of Born Commerce Private Limited



**Committee Member
Ritesh Mohan Idnani**

**Committee Member
Vivek Satish Agarwal**