

Corporate Social Responsibility Policy Of

Born Commerce Private Limited

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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 CSR Rules (hereinafter referred to as the Rules) notified by the Ministry of Corporate Affairs, Government of India in 2014 including any amendments thereof.
- 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 2021-2022 onwards.

Budget

The Board of Directors will consider and approve the annual CSR expenditure.

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:

- formulating and approving 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.
- considering and approving the annual CSR expenditure.
- modifying/amending to the CSR Policy as and when required.
- regularly monitoring the implementation of the CSR Policy/Programmes.
- 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.
- ensuring that the funds disbursed to the implementing agency, in case the CSR activities are undertaken through an Implementing agency, have been utilized for the purposes and in the manner as approved by the Board and that a certification to that effect has been issued by Chief Financial Officer or the person responsible for financial management.
- formulating an annual action plan in pursuance of CSR policy.
- altering/amending the Annual Action Plan at any time during the financial year based on the reasonable justification to that effect.

- to ensure compliances relating to unspent CSR Amount, set off of Excess Amount, Acquiring of Capital Asset from CSR Amount in accordance with Section 135 of the Companies Act 2013 and The Companies (Corporate Social Responsibility) Rules 2014 including any amendments thereof.
- disclosing in its Annual Report details of CSR spent during the year and such other information in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules 2014 including any amendments thereof.
- to ensure compliance of Section 135 of the Companies Act 2013 and The Companies (Corporate Social Responsibility) Rules 2014 including any amendments thereof, as per the applicability.

Monitoring and Reporting Framework

BCPL's Board shall monitor the implementation of the CSR Policy through periodic reviews of the activities done by TMF. 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 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 Board 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 including any amendments thereof.
