

VITP Private Limited

**Regd. Office: The V, Admin Block, Mariner, Plot # 17,
Software Units Layout, Madhapur, Hyderabad – 500 081**

CIN: U72200TG1997PTC026801

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

Corporate Social Responsibility Policy

I. Objective

The Company while continuing to be a leading player in the IT space provider, has a clear focus on social upliftment and environment protection for inclusive growth to the realization of a truly empowered society. This Corporate Social Responsibility Policy (CSR Policy) lays down the guidelines and mechanism to carry out CSR Projects by the Company and to report its CSR work in the format provided by the Corporate Social Responsibility Rules (CSR Rules) under the Companies Act, 2013 (Act) as amended from time to time.

II. CSR Projects, programs and activities

The Company may undertake various CSR projects, programs and activities from time to time and may also contribute towards any existing or ongoing CSR projects, programs and activities. Such projects, programs and activities will be undertaken keeping in mind the CSR objectives of the Company and in alignment with the permissible activities under the Companies Act, 2013 and rules framed under (as amended from time to time).

Without prejudice to the generality of the aforesaid, the Company may from time to time undertake any project, program and activity on one or more of the areas prescribed under Companies Act, 2013, rules made thereunder, any circular / notification / guidelines / clarification issued thereunder.

The Company shall through its Corporate Social Responsibility Committee undertake, modify, implement and cancel CSR projects, programs and activities from time to time as it may deem fit.

III. Constitution of CSR Committee and Formulation of CSR Policy

The Board of Directors of the Company shall constitute / re-constitute the Corporate Social Responsibility (CSR) from time to time in accordance with the statutory requirements. The CSR Committee shall consist of a minimum 3 Directors, at least one of whom shall be an independent director. A private Company covered under section 135 (1) of Companies Act, 2013 not required to appoint an Independent Director pursuant to sub-section (4) of section 149 of the Act, and shall have its CSR Committee without such Director. The Committee shall act as per the terms of reference determined by the Board from time to time, in accordance with the provisions of the Act and Rules. The role of the Committee, inter alia, includes the following:

- (i) Formulate and recommend CSR Policy and suggest amendments therein to the Board of Directors.
- (ii) Evaluate and identify suitable CSR programs, projects and activities in line with the Schedule VII of the Act and recommend the amount of expenditure to be incurred on the activities.
- (iii) Monitor the implementation of the CSR activities and authorize CSR expenditure from time to time subject to the limits approved by the Board.
- (iv) Monitor the CSR Policy of the Company from time to time.
- (v) Such other activities as referred to by the Board from time to time.

The CSR committee may meet at such intervals, in such manner and carry out its activities as deemed fit, subject to the provisions of the Act/ Rules and mandate if any, of the Board.

IV. CSR Activities and Budget

The Company shall undertake CSR activities as defined in Schedule VII of the Act. The Board would approve amount to be spent on CSR activities during every financial year as recommended by the CSR Committee and as required under the law. Any surplus arising out of CSR projects, programs and activities shall not form part of the business profits of the Company.

V. Governance of the CSR Policy

The Company will constitute a governing mechanism to oversee the implementation of its CSR Policy, in compliance with the Act. The CSR Committee along with the Board shall be responsible for all the decisions taken with regard to the Company's CSR Policy.

VI. Disclosure

The Company shall follow and comply with the requirements for disclosure of the CSR Policy and/ or CSR activities in the Board's Report and on the website of the Company or otherwise, as may be required in terms of the provisions of the Act, as applicable from time to time.

Without prejudice to the generality of the contents of this policy, the Company may undertake CSR projects, programs and activities as permitted under the framework of Companies Act, 2013 from time to time (including any amendments, clarifications, circulars, notifications or other official communications from time to time). The Company may also carry out the purposes of this CSR policy in accordance with any amended position of law from time to time notwithstanding that such amended position is not reflected in this policy.