CORPORATE SOCIAL RESPONSIBILITY(CSR) POLICY

BTI CONSULTANTS INDIA PRIVATE LIMITED

A. Corporate Social Responsibility (CSR) – Philosophy:

BTI CONSULTANTS INDIA PRIVATE LIMITED ("Company"), has always been committed to the cause of social service and has repeatedly channelized a part of its resources and activities, such that it positively affects the society socially, ethically and also environmentally. The Company has taken up various Corporate Social Responsibility ("CSR") initiatives and enhanced value in the society.

Social and environmental responsibility has always been at the forefront of the Company's operating philosophy and as a result, the Company consistently contributes to socially responsible activities. CSR at the Company portrays the deep symbiotic relationship that the group enjoys with the communities it is engaged with. As a responsible corporate citizen, we try to contribute to social and environmental causes on a regular basis. We believe that to succeed, an organization must maintain highest standards of corporate behavior towards its employees, clients and societies in which it operates. We are of the opinion that CSR underlines the objective of bringing about a difference and adding value to our stakeholders' lives.

The CSR Policy has been formulated in accordance with Section 135 of the Companies Act 2013 and the CSR Rules 2014 and the relevant amendments/notifications/circulars.

The CSR Policy shall apply to all CSR programs of the Company.

B. CSR Vision:

Improve Quality of Life for All our Communities through Integrated and Sustainable Development by supporting causes on various concerns including road safety, healthcare, environmental sustainability, promoting education, eradicating poverty, promoting adaptive sports and other rural development activities.

In pursuance of our vision that Company desires to be a "Company which society wants to exist, we are dedicated towards fulfilling the social objectives through various CSR activities.

C. CSR and Group Values:

Courage	:	To embrace new and Innovative ideas for betterment of people
Trust	:	Believe in all stakeholders
Commitment	:	Stand by our promises and adhere to high standard of work in all CSR activities

D. CSR and Group Culture: (PRIDE)

Passion	:	Performing with enthusiasm and Energy and true passion
Result results	:	Consistently achieve goals, Resourcefulness which brings desired
Integration	:	Working across functions and businesses to create synergy with integrity

Dedication : Working with commitment in the pursuit of our aim

Entrepreneurship : Seizing opportunity with initiative and ownership.Evolving replicable models

E. CSR Committee

As per Companies (Amendment) Act, 2020, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company.

F. Definitions:

In this Policy, unless the context otherwise requires:

1. "Act" shall mean the Companies Act 2013 and the rules made thereunder, including any modifications, amendments or re-enactment thereof.

2. "Agency" (or Agencies) means any Section 8 Company or a registered trust/ society/NGO/ institution, performing social services for the benefit of the society and excluding a registered trust/society/ NGO/institution/ Section 8 Company which is formed by the Company or its holding or subsidiary company/companies.

3. "Approved Budget" shall mean the total budget as approved by the Board of the Company, which is to be utilized for CSR Projects.

4. "Board" shall mean the Board of Directors of the Company.

5. "Company" shall mean PERSOLKELLY INDIA PRIVATE LIMITED and wherever the context requires, shall signify the Company acting through its Board.

6. "CSR Annual Plan" shall mean the annual plan detailing the CSR expenditure for the year.

7. "CSR Expenditure" means all CSR Expenditure of the Company as approved by the Board, including the following:

   i. Contribution to CSR Projects which shall be implemented and/or executed by the Company;

   ii. any other contributions covered under Schedule VII of the Act.

   Contribution of any amount directly or indirectly to any political party under section 182 of the Act shall not be considered as CSR Expenditure.

8. "CSR Policy" shall mean the present Corporate Social Responsibility Policy of the Company, which covers the activities to be undertaken by the Company as specified in Schedule VII to the Act and the CSR Expenditure thereon.

9. "CSR Projects" or "Projects" means Corporate Social Responsibility projects/activities/

programs/ initiatives instituted in India, either new or ongoing, and include but not limited to those undertaken by the Board as per the declared CSR Policy of the Company.

Projects/activities/ programs/ initiatives undertaken in pursuance of normal course of business of the Company and projects which benefit only the employees of the Company and their families shall not be considered as CSR Projects.

10. "Financial Year" shall mean the period beginning from 1st April of every year to 31st March of the succeeding year.

11. "Group Companies" means holding, subsidiaries and associates of the Company.

12. "Net profit" shall mean the net profit as per the Act and Rules based on which the specific percentage for CSR Expenditure has to be calculated.

13. "Rules" shall mean the Companies (Corporate Social Responsibility) Rules 2017, including any re-enactment, modifications or amendments thereof.

Words and expressions used and not defined in the Policy shall have the same meanings respectively assigned to them in the Act and/or Rules.

G. Focus Areas:

While the Company is eligible to undertake any suitable/rightful activity as specified in Schedule VII to the Act, however, at present, it proposes to undertake the relevant activities on priority basis in the following six Focus Areas:

- Primary Education
- Eradicating Hunger
- Community Health
- Sustainable Livelihood Development
- Rural Infrastructure Development
- Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports

H. CSR Objectives and Projects:

The Company will carry out/ get implemented its CSR activities projects decided by Board of directors of the Company from time to time.

CSR Projects will be taken up in following core sectors covering influenced villages near business sites and some projects having statewide and nationwide coverage:

(i) Primary Education:

All efforts geared towards improving Quality of Education.

(ii) Primary Health Care:

All efforts will be geared towards Preventive and Primary Health Care.

(iii) Sustainable Livelihood Developments:

All efforts will be geared towards enhancing Socio-Economic Stature.

(iv) Rural Infrastructure Development:

All projects will be geared towards enhancing Rural Civic Amenities.

(v) Rural Sports and Sports Training:

All projects will be geared towards promoting Rural Sports.

I. Identification of CSR Projects:

1. CSR Projects need to be identified and planned for approval of the Board, with estimated expenditure and phase wise implementation schedules.

2. The Company shall ensure that in identifying its CSR Projects, preference shall be given to the local area and areas around which the Company (including its Units) operates for spending the amount earmarked for CSR activities. However, this shall not bar the Company from pursuing its CSR objects in any other area in India as may be decided, from time to time.

J. Implementation of CSR Projects:

The Company shall implement the identified CSR Projects by the following means:

I. Direct Method

1. The Company may itself implement the identified CSR Projects presently within the scope and ambit of the Focus Areas as defined in the Policy;

2. The Company may collaborate with other companies, including its Group Companies if required, for fulfilling its CSR objects through the Direct Method, provided that the CSR Committees of respective companies are in a position to monitor separately such CSR Projects.

II. Indirect Method

1. The Company may implement the identified CSR Projects through 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 or any entity established under an Act of Parliament or a State legislature and other registered trusts, societies and / or section 8 (previously section 25) companies
    1. , subject to the condition that:

        - The activities pursued by the Agency are covered within the scope and ambit of Schedule VII to the Act provided:

- The Agency has an established track record of at least three years in undertaking similar programs or projects, and

- The Company has specified the Project to be undertaken through the Agency which shall preferably be in Thrust Areas, the modalities of utilization of funds on such Projects and the monitoring and reporting mechanism which shall be at least once in three months.

2. The Company may collaborate with other companies, including its holding and subsidiary Companies and Group Companies if required, for fulfilling its CSR objects through the Indirect Method provided that the CSR Committees of respective companies are in a position to monitor separately such Projects.

K. Monitoring Mechanism:

A comprehensive monitoring framework shall be devised by the Company to ensure that all Projects / Programs are duly implemented as per the CSR Policy. The Company's Board of Directors shall monitor the approved projects. The monitoring and reporting mechanism will include program review, evaluation, documentation and reporting.

L. Fund allocation and Others:

A. Fund allocation

1. The Company, in every Financial Year, shall endeavor to spend such feasible amount as CSR Expenditure, which shall not be restricted by the statutory limit of a specified percentage of its average net profits of the immediately preceding three Financial Years. However, the aforementioned CSR Expenditure in any Financial Year shall be at least 2% of Company's average Net profits for the three immediately preceding Financial Years.

2. The Board of Directors shall prepare a CSR Annual Plan for the above which shall include:

   a. Identified CSR Projects
   b. CSR expenditure
   c. Implementation Schedules

3. Total expenditure in the CSR Annual Plan shall be approved by the Board.

4. In case the Company fails to spend the statutory minimum limit of 2% of Company's average net profits of the immediately preceding three years, in any given financial year, the Board shall specify the reasons for the same in its report in terms of clause (o) of sub-section (3) of section 134 of the Act.

B. Others

1. The Board of Directors shall ensure that major portion of the CSR expenditure in the Annual Plan shall be for the Projects as per CSR objectives. However, there shall not be any preference given to any particular projects for budgetary allocation and it shall

be made purely as per the identified CSR Projects on need basis.

2. Any surplus arising out of the CSR activities shall not form part of the business profit of the company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy

M. Duties and responsibilities:

I. Board of Directors

- The Board shall include in its Report the annual report on CSR Projects as per the format provided in the Annexure to the Rules.
- The Board of Directors shall monitor the implementation of the CSR Policy and CSR Plan.
- Ensuring that in every financial year, funds committed by Company for CSR activities are utilized effectively.
- Ensuring that only the activities as included in CSR Policy of the Company are undertaken by the Company.

(a) the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;

(b) the manner of execution of such projects or programmes as specified in sub-rule (1) of rule 4;

(c) the modalities of utilization of funds and implementation schedules for the projects or programmes;

(d) monitoring and reporting mechanisms for the projects or programmes;

(e) details of need and impact assessment, if any, for the projects undertaken by the company;

(f) The Board shall submit its report giving status of:

i. the CSR Activities undertaken, CSR Expenditure incurred and such other details; and

ii. the CSR Policy and finalized Annual Plan is displayed on the Company's website if any.

N. Effective Date

The CSR Policy shall be effective from the date of its approval by the Board of Directors.

O. Review Periodicity and Amendment:

i. CSR Plan may be revised/modified/amended by the Board at such intervals as it may deem fit.

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