

# TRIANZ CSR POLICY

**Trianz** in pursuant to the Companies (Corporate Social Responsibility Policy) Rules, 2014 read with Section 135 of the Companies Act, 2013

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# Corporate Social Responsibility



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## 1. BACKGROUND

### a. Short title & Applicability:

In pursuance to the Companies (Corporate Social Responsibility Policy) Rules, 2014 read with Section 135 of the Companies Act, 2013, the Corporate Social Responsibility Committee (hereinafter referred to as "CSR Committee") formed by the Company is framing a policy which encompasses the company's philosophy for defining its responsibility as a corporate citizen and lays down the guidelines and mechanism for promotion of general welfare of the society by contributing immensely towards fulfillment of social, environmental and economic responsibilities in consonance with the objects mentioned in Schedule VII of the Companies Act, 2013.

***"Businesses cannot be successful when the society around them fails."***

The guidelines and mechanism for undertaking socially useful programmes for welfare & sustainable development of the community at large, is titled as the 'Trianz CSR Policy'.

This policy shall apply to all CSR initiatives and activities taken up by the Company, for the benefit of different segments of the society, specifically the deprived, underprivileged and differently abled persons in consonance with the objects mentioned in the Schedule VII of the Companies Act, 2013.

### b. CSR VISION STATEMENT & OBJECTIVE:

In alignment with vision of the company, Trianz Holdings Private Limited, through its CSR initiatives, will continue to enhance value creation in the society and in the community in which it operates, and strive hard for the upliftment of underprivileged sections of the society, provide shelter and education to the needy and eradication of illiteracy and poverty through its services, and thereby promote sustained growth of the society and community, with environmental concern.



### Spirit and Values of Trianz

Trianz has always placed emphasis - inside and outside the firm - on a strong set of core values. Trianz associates worldwide embrace and endorse the following integral values because they define us and describe how we conduct our business. These values are the true Spirit of Trianz and have withstood the tests of a very challenging decade and unprecedented recessionary times.

#### 1. Integrity

We believe in the absoluteness of integrity and conduct all our internal and external relationships with honesty, candor and by following the principle of always doing the right thing.

**c. The objective of the Trianz CSR Policy is to:**

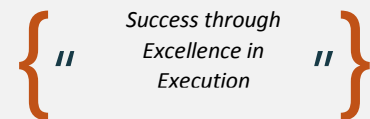
- ▶ Eradicate extreme hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water;
- ▶ Promote education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- ▶ Promote gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups; reducing child mortality and improving maternal health; combating human immunodeficiency virus, acquired immune deficiency syndrome, malaria and other diseases;
- ▶ Ensure environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro-forestry, conservation of natural resources and maintaining quality of soil, air and water;
- ▶ Protect of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts; employment enhancing vocational skills;
- ▶ Measures for the benefit of armed forces veterans, war widows and their dependents;
- ▶ Train to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- ▶ Contribute to the Prime Minister’s National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Schedule Tribes, other backward classes, minorities and women; Contribution to Swach Bharat Kosh and the Clean Ganga Fund set up by the Central Government
- ▶ Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- ▶ Rural development projects; social business projects; Slum Area Development projects and
- ▶ Such other matters as may be prescribed under Section 135 r/w Schedule VII of Companies Act, 2013



**Spirit and Values of Trianz**

**2. Commitment to Client**

We take ownership to client challenges as they are our own and commit to doing what it takes to ensure client success.



## 2. RESOURCES

### a. Corpus & Allocation of Funds:

For achieving its CSR objectives through implementation of the meaningful & sustainable CSR programmes, the Company shall make contribution towards the above mentioned objectives.

This activity is either done by the Company itself director or through a registered trust or a registered society with established track records of at least three years in undertaking similar programs or projects. The Company shall allocate at least two percent of the average net profits of the Company made during the three immediately preceding financial years as its Annual CSR Budget.

***"When the wind blows there are those that build walls and then there are those that build windmills."***

From the annual CSR Budget allocation, a provision will be made towards the different expenditure heads, on a year on year basis as mentioned in the policy.

### b. Overall Budget distribution For CSR:

Allocation of the Annual Budget for CSR activities in any given year, will not be less than 2% of the average net profits of the Company made during the three immediately preceding financial years the CSR allocation for the previous year.

Any unspent/unutilised CSR allocation of a particular year, will be carried forward to the following year, i.e., the CSR budget will be not lapsable in nature.

## 3. CSR COMMITTEE

CSR Committee shall be constituted by the Board of Directors of the Company. The roles, responsibilities and functioning of the CSR Committee shall be as provided below:

### Constitution:

- ▶ CSR Committee shall consist of three members of the Board of Directors of the Company at any given point of time
- ▶ Any change in the composition of the CSR committee will be based on approval of the Board of Directors of the Company



### Spirit and Values of Trianz

#### 3. One Global Firm-Global Conduct

We maintain a one-firm culture adhering to a common set of professional principles, client service standards and values globally.

### Quorum:

Any two members of the CSR Committee personally present or via video conferencing, shall form a quorum for the meeting of the CSR Committee.

### Meetings:

The meetings of the CSR Committee shall be held as when decided by the CSR Committee but at least once in six months. Meetings can be convened at such time, at such place and on such day, as the members of the CSR Committee may deem fit. The minutes recording the proceedings of the CSR Committee meetings shall be placed before the next board meeting of the Company for approval. Provisions relating to conducting board meetings via video conferencing shall apply mutatis mutandis to the CSR Committee meetings.

### Notices:

Any one of the CSR Committee members shall be authorised to issue notice to convene the meetings of the CSR Committee.

### Membership:

Membership of the CSR Committee is restricted to the Board of Directors of the Company. The CSR Committee may invite experts from various fields or officers or employees of the Company to attend its meetings and provide such expert views, comments, updates, information or clarification or for such other purpose as the CSR Committee deems necessary to conduct the business.

### Decisions:

Matters transacted at the meetings of the CSR Committee or by way of resolutions by circulation shall be decided by majority vote of the CSR Committee members.

### Matters to be transacted:

CSR Committee may as appropriate discuss the following matters at its meetings:

- ▶ Preparation of budget outlay for each of the CSR activities;
- ▶ Implementation schedule for each of the CSR activities;
- ▶ Formation of CSR internal working group and allocation of responsibilities to carryout CSR activities.
- ▶ Report on the CSR activities carried out from the date of last meeting till date with supporting documents;
- ▶ Discussion on the new proposals, if any;
- ▶ Road map for the CSR activities to be carried out; and
- ▶ Any other matter as the CSR Committee may deem fit



### Spirit and Values of Trianz

#### 4. Long-term relationships with clients, employees, and partners

We invest in relationships with clients, associates and partners with a long-term perspective and believe our success lies in their success.

## Jurisdiction:

The Board of Directors or the CSR Committee, as the case may be, shall exercise its jurisdiction over the CSR activities carried or proposed to be carried within India.

## Role and Responsibilities of the CSR Committee:

### CSR Committee shall:

- ▶ Formulate and recommend the CSR Policy or any amendments thereon to the Board of Directors of the Company. Any amendments to be made to the CSR Policy shall be taken up by the Board only with the recommendation of CSR Committee;
- ▶ Recommend the amount of expenditure to be incurred by the Company in each financial year in relation to the CSR Activities to the Board of the Directors of the Company. Such expenditure shall be calculated in accordance with the provisions of the Act after consultation with the finance department of the Company;
- ▶ Identify and recommend CSR Activities to the Board of Directors of the Company which are covered under this Policy by providing a project report. The project report shall elaborate on the sectors in which the CSR Activities shall be carried out, need, statistics, modalities of execution of the CSR Activities, budget outlay, implementation schedule, location where the CSR Activities are proposed to be implemented and impact of such CSR Activities on the target audience;
- ▶ Allocate budget to each of the CSR Activities and the CSR Partners;
- ▶ Undertake all necessary steps to implement the CSR Activities in accordance with the implementation schedule, as approved by the Board;
- ▶ Monitor the CSR Activities in such manner as prescribed in this Policy;
- ▶ Update the board of directors from time to time on the progress of the CSR Activities along with a report on the amount allocated for such activity, amount utilised, amount unspent, if any, additional funds required, if any and expenditure incurred; and
- ▶ Ensure that the CSR amount shall not be utilised on Activities that benefit only the employees and their families



## Spirit and Values of Trianz

### 5. Contributions to a Better Society

Recognizing that Trianz plays an important role in society, we contribute to economic, social, and environmental efforts within the communities we serve.

## 4. PLANNING

### a. Area of CSR activities:

CSR works being focussed in the areas adjoining the Company, the programmes identified shall normally fall within the local area and areas around it where it operates. However it is recommendatory in nature, the CSR activities can be performed anywhere in India.

### b. Identification of Programmes:

The Company can identify the programmes or project based programmes or activities and entrust same to the registered CSR trust to undertake such activities.

- ▶ As decided by CSR committee from time to time
  - ▶ need assessment by cross-functional team at the local level to identify the program
  - ▶ Receipt of proposals/requests from local Govt. Etc., on its requirement
  - ▶ Discussions and request with local representatives/Civic bodies/Corporations and Citizen's forums
- c. As per the CSR committee, the activities that the Company can undertake through registered trust, shall be in line with the Objectives outlined above
- d. The modalities of utilization of funds on each above mentioned projects and programs to be undertaken through this trust shall be monitored and reported
- e. Project based approach: The Company will follow a project based accountability approach to stress on the long term sustainability of CSR projects, where its action plan will be distinguished as 'Short-term', Middle-Term & Long Term; qualified as
- ▶ Short Term – 6 months to 1 year;
  - ▶ Medium Term – 1 year to 2 years; and
  - ▶ Long Term – 2 year and above





## 5. IMPLEMENTATION

CSR programmes as may be identified by the Company will be required to be put up to the CSR Committee of the Board at the beginning of each financial year with due recommendations of the CSR Committees.

Upon approval of such programmes, the registered trust may take up the activity and can appoint executive agency to implementation of such programmes or activities in line with CSR objectives of the Company.

## 6. MONITORING & REPORTING

- ▶ To ensure effective implementation of the CSR programmes undertaken by the Company, a monitoring mechanism will be put in place by the work centre head. The progress of CSR programmes under implementation by the registered trust will be reported to the Board of the Company periodically
- ▶ CSR Committee will conduct impact studies on a periodic basis, and also try to obtain feedback from beneficiaries about such programme
- ▶ Appropriate documentation of the CSR Policy, annual CSR activities, executing partners, and expenditure entailed will be undertaken on a regular basis and the same will be available in the public domain
- ▶ CSR initiatives of the Company will also be reported in the Board Report of the Company



**People  
Planet  
Profit**

## 7. GENERAL

- ▶ In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference to be made to CSR Committee. In all such matters, the interpretation & decision of the CSR Committee shall be final
- ▶ Any or all provisions of the Trianz CSR Policy would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from Government, from time to time
- ▶ The Company reserves the right to modify, cancel, add, or amend any of these Rules as decided by CSR Committee from time to time in compliance with the Companies Act, 2013



**For and on behalf of the CSR Committee**

Srikanth Manchala

**President & CEO**