
Uni-Com India Private Limited

Corporate Social Responsibility (CSR) Policy



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1. Introduction

At Uni-Com India Private Limited (herein referred as 'we' or 'Uni-Com' or the 'the Company'), our Purpose is to build trust and solve important problems in society. Corporate responsibility is an embedded value at Uni-Com India Private Limited. While we strive to deliver excellence in our business, we wholeheartedly contribute towards being a part of societal change. We endeavor to:

- Do the right thing by playing a key role in addressing issues that are central to our business - from the quality of our services and the diversity of our people to our engagement with communities and our environmental footprint, and
- Be a catalyst for change by using our skills, voice and relationships to work with others and influence activities that make a difference, bring about change, and have a lasting impact on the communities we operate in.

The Purpose of this policy is to outline the approach of company on CSR.

2. CSR Policy: Objective

2.1 Objective

The objective of the policy is to define Uni-Com's Corporate Social Responsibility (CSR) approach in alignment with Section 135 of the Companies Act, 2013 read with applicable rules.

Uni-Com endeavors to reach out to under-privileged and under-served communities to address fundamental challenges of our society. We shall focus on the areas which are aligned to Schedule VII to the Companies Act, 2013 read with rules made therein.

2.2 Implementation of Policy

CSR expenditure shall include all expenditure including contribution to corpus of Uni-Com Foundation (Implementation Partner as explained later in this policy) or for projects executed by Uni-Com Foundation or on projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee or in collaboration with other Companies.

3. CSR policy: Governance structure and approach

3.1 Board of Directors:

In line with the provisions of Section 135 of the Companies Act, 2013, Uni-Com India Private Limited Board of Directors will be responsible for the following:

- Constitute a CSR committee and approve the CSR policy
- Make sure the company spends, in every financial year, at least 2% of its average net profit during the three immediately preceding financial years, in pursuance of this policy, and shall give preference to local areas for spending the amount earmarked for corporate social Responsibility Policy;
- Approve the CSR action plan and budget as proposed by the CSR committee in accordance with Schedule VII of the Companies Act, 2013.
- Make disclosures in the Board report as per clause (o) of sub-section (3) of section 134 including particulars specified in Annexures to the CSR rules.
- If the company fails to spend the obligatory amount, the board shall specify reasons for not spending amount in board report.
- If there is unspent amount relates to ongoing project/ not ongoing Project referred to in sub-section(6) is shall as follow:
 - i. In case of Ongoing Project - Company shall transfer such unspent amount to a specified account named “unspent CSR Account” within 30 days from the end of financial year and it shall be spent by the company in pursuance of its obligation towards the corporate social responsibility within a period of three financial years from the date of such transfer. In case, the Company fails to spend in accordance with the above, the company shall transfer the same to a fund specified in schedule VII, within a period of thirty days from the date of completion of the third financial year.
 - ii. In case of Not Ongoing Project - transfer to a fund specified in schedule VII within 6 months from the end of financial year.

3.2 CSR committee

The Board of Directors of Company has constituted a Committee named CSR committee for the purpose of the approval of CSR activities to be undertaken by the Company. The Committee has 4 members as following:

- 1) Mr. Ajit Kumar Rakheja
- 2) Mr. Hemant Wadhwa
- 3) Mr. Munish Chopra
- 4) Ms. Neeraj

Roles and powers of the CSR committee:

- i. Formulate CSR policy and seek approval from the Board of Directors of the company.
- ii. Formulate and share the CSR action plan with budget for the year with the Board of Directors and seek approval. Implement the activities either through the Implementation Partner or directly through its own team.
- iii. Spend the allocated amount on CSR activities once approved by the Board of Directors and create a transparent monitoring mechanism of CSR initiatives.
- iv. Submit periodic reports to the Board for the activities undertaken
- v. Details of need and impact assessment, if any, for the projects undertaken by the company.

Provided that Board may alter such plan at any time during the financial year, as per the recommendations of its CSR Committee, based on the reasonable justification to that effect.

3.3 Uni-Com Foundation

The Company intends to implement most of its CSR activities through Uni-Com Foundation. Uni-Com Foundation is a charitable society and is registered under Societies Registration Act, 1860 to undertake CSR activities of Uni-Com India Pvt. Ltd. It is also registered under Section 12AA and Section 80G of Income Tax Act, 1961, and has also obtained CSR Registration Number from MCA under Rule 4(2) to undertake CSR activity.

The responsibilities of Uni-Com Foundation are:

- Plan and execute the Company's CSR projects, programs and activities as defined by the Company's CSR Committee and / or Board of Directors in accordance with the Companies Act, 2013 provided that such projects, programs and activities are in line with the objectives set out in the Society's MOA Uni-Com Foundation.
- Monitor all programs implemented in collaboration with partner organizations.
- Provide periodic reports to the CSR committee of the company.

4. Areas to be covered under CSR Policy

Our Company will have primarily focus on contributing to the social and economic development of the areas in which we operate and nearby areas including rural areas and following activities shall be covered under the scope of CSR Activities:

- i. **Eradicating** hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation
- ii. **Promoting** education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.

- iii. **Promoting** 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
- iv. **Ensuring** environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water
- v. **promote** local sports, nationally recognized sports, Paralympic sports and Olympic sports etc.,
- vi. **Helping** into rural development projects of local areas.
- vii. **Helping** into slum area development of local areas.
- viii. **Disaster Management**, including relief, Rehabilitation and reconstruction activities.
- ix. (a) **Contribution to incubators** or research and development projects in the field of science, technology, engineering and medicine, funded by the central government or state government or Public Sector Undertaking or any agency of the Central Government or State Government; and
(b) **Contributions to Public Funded Universities** and promoting sustainable development goals.

5. Monitoring

CSR committee will be responsible for the timely monitoring of the CSR policy. In order to ensure the effective implementation of the CSR programs undertaken by the Company, the Committee shall ensure that:

- 1.) Company undertakes the CSR activities as provided in the CSR policy;
- 2.) The projects/ programs are implemented as per the program approved by the board;
- 3.) The budget allocated for each of the project is utilized for the projects as per the approved plans;
- 4.) The objective of the project/program is achieved as per the plans.

Any or all provisions of this CSR policy may be amended by the Board based on the recommendations of the CSR Committee or in accordance with any statutory guidelines that may be issued from time to time.

6. Reporting

Reporting on CSR activities shall be complied as follows:

- a) An annual report on CSR including all the details about CSR policy and activities/programs under taken, amount spent etc. shall be included in the Board of Director's Report of every Financial Year in the prescribed format under the Companies Act, 2013.
- b) Composition of CSR Committee and CSR policy shall be displayed on the Official website of the Company.

*Reporting format shall be as per Annexure 2 pursuant to Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended time-by-time) which is to be included in the Board's Report of the Company.

7. Treatment of surplus arising out of activity

Any surplus generated from CSR projects undertaken by us will be tracked and channelized into our CSR corpus. These funds will be further used in development of the CSR projects and will not form part of the normal business profits.

8. CSR Budget

The total budget for the CSR projects will be decided by the CSR Committee as per the provisions of Section 135 of the Companies Act, 2013 and rules made thereunder. As per Companies Act, 2013 every eligible company has to spend minimum 2% of the average net profits of the company earned by the company during 3 immediate preceding financial years.

However if the company fails to spend stipulated amount of profits on CSR activities it shall specify the reasons for not spending the amount in its annual report.

9. Amendments to the policy

The Board of Directors on its own and/or as per the recommendations of the CSR committee can amend this policy, as and when deemed fit. Any or all provisions of this CSR policy are subject to the applicable provisions of the Companies Act, 2013 and any subsequent amendments thereof from time to time.

10. Compliance statement

The CSR policy of the company was originally approved by the company's Board of Directors & the policy has been reviewed and revamped on timely basis to make it more relevant and focused. The contents of this policy shall be appropriately disclosed in the Board report in accordance with the requirements of the Companies Act, 2013, and rules framed thereunder.

In compliance with the requirements of the Companies Act, 2013 it is confirmed that -

- A copy of this policy will be placed on the Company's website / internal portal, and
- Any surplus arising out of the CSR projects, programs or activities shall not form part of the business profit of the company.