

NOVAC TECHNOLOGY SOLUTIONS PRIVATE LIMITED
CIN: U72100TN2018PTC122516

CORPORATE SOCIAL RESPONSIBILITY POLICY

Novac Technology Solutions Private Limited (the Company) is always committed towards the well-being of the society and the environment. Our company's existence is not lonely. It is a part of a bigger system of people, values, other organizations and nature. The social responsibility of a business is to give back to the world just as it has given to us. The Company believes that it can contribute to the common cause of the society by bringing in competence and efficiency in the management and administration of its CSR activities.

DEFINITIONS:

1. **Act:** Companies Act 2013 as amended from time to time.
2. **Board :** Board of Directors of the Company.
3. **Company:** Novac Technology Solutions Private Limited.
4. **Corporate Social Responsibility ("CSR") :** Corporate Social Responsibility as defined in the Act 2013 and the relevant rules thereof, as amended from time to time.
5. **Corporate Social Responsibility Committee ("CSR Committee") :** A committee constituted
6. by the Board as referred to in Section 135 of the Act 2013.
7. **Director :** Member or the Board or the Director of the Company.
8. **Policy :** Corporate Social Responsibility Policy of the Company.

Words and expressions used in this CSR Policy and not defined herein but defined in the Act 2013 shall have the meaning respectively assigned to them in the Act 2013 and the relevant rules, including amendments thereof.

OBJECTIVE:

The Policy is designed to carry out the CSR activities of the Company by complying with the Act 2013 and the relevant rules thereof, by itself or with its holding company or subsidiary company or Associate Company or Shriram Foundation or with M/s Shriram Capital Private Limited and its group.

CONSTITUTION OF CSR COMMITTEE

The Board will constitute/ reconstitute from time to time CSR Committee comprising of three or more Directors out of which at least one shall be an Independent Director. In addition, The Board may appoint any person other than Directors of the Company as the members of the Committee. The Board shall appoint one of the members of the Committee as the Chairman of the Committee.

Terms of Reference of the Committee: The Committee shall operate under the guidance, control and Supervision of the Board with the terms of reference defined by the Board from time to time.

Meetings of the Committee: The Committee shall meet once in each financial year to discuss the status of CSR Projects/Programs/activities, CSR spend, detailed action plan and other related matters. The Committee Members may attend the meeting physically or through video conferencing or audio visual as permitted under the Act 2013 and the rules made there under. The quorum of the Committee meeting shall be one third of the total strength of the Committee or two directors, whichever is higher. The resolutions of the Committee shall be passed with votes casted in favour is more than votes casted against. The Chairman of the Committee shall have a casting vote. The Company Secretary or any executive of the Secretarial Department of the Company shall act as secretary to the Committee.

CSR PROJECTS/ PROGRAMS/ ACTIVITIES:

The Committee shall decide to carry on any one or more of the CSR Activities as specified in Schedule-VII to the Act 2013 as Projects/Programs/Activities in India except activities undertaken in the normal course of business of the Company. Projects/Programs/Activities undertaken only for the benefit of Company's employees and their family members shall not be considered as CSR activity under this Policy. CSR target groups, issues, sector and geographical region shall be decided by the Committee in consultation with the Board. In order to select/execute the CSR activity, the Committee may take necessary inputs from CSR Partners, CSR Agent, any Consultant or Advisor.

MODALITIES OF EXECUTION:

The CSR activities may be implemented in any one or more or any combination of the following ways as decided by the Committee:

- (i) directly by the Company
- (ii) through Registered Trust
- (iii) through Registered Society
- (iv) through an entity incorporated under section 8 of the Act 2013
- (v) by M/s Shriram foundation
- (vi) by Shriram Group

All the above modalities referred above except "direct" are together referred as "CSR Agents". The CSR Agents may or may not be established by the Company or Shriram Group . CSR activities may be implemented through an entity not established by the Company or Shriram Group or may be implemented by collaborating with other company(ies) in a manner decided by CSR Committees of respective companies in accordance with the Act and the relevant rules thereof.

The Committee shall decide the modalities to implement after weighing the advantages and disadvantages of alternative modalities available.

When CSR Activities are implemented with facilitation of CSR Partner(s) /Agent(s) not established by the Company or Shriram Group, the CSR projects / programs to be undertaken by such entities for utilizing funds provided by the Company shall be specified and a monitoring and reporting mechanism shall be set up to ensure that the allocated fund is spent for the specified purposes only.

When CSR Activities are carried on directly (self-execution) by the Company, a team headed by a person as decided by the CSR Committee shall be set up in the Company and necessary infrastructure shall be provided to the team. The team shall work under guidance of the Committee.

CSR EXPENDITURE

The Board shall endeavour to spend in every financial year not less than the minimum amount specified in the Act 2013 read with the relevant rules, pursuant to the Company's CSR, if applicable. CSR expenditure shall include all amount spent of projects/programs/activities including contribution to corpus fund relating to CSR as per the Policy.

Tax treatment of CSR expenditure will be in accordance with the Income Tax Act, 1961.

In case any surplus arises out of Company's CSR projects/programs/activities such surplus shall not form part of the business profits of the Company and it shall further be utilized for the CSR activities.

GENERAL

CSR Projects/Program/Activities shall be regularly monitored by the Committee and updated to the Board on annual basis in a transparent manner.

The CSR Policy of the Company shall be displayed on the web site of the Company.

The Board's Report under section 134 (3) of the Act 2013 shall disclose the composition of the CSR Committee, the web link of the display of the CSR policy, details of the amount spent on CSR Activities/Projects/Programs and the reason for the Company's failure to spend such amount on CSR, if any.

The policy shall be amended in accordance with the amendments in the relevant provisions of law. It can also be amended by the Committee with the approval of the Board, if thought fit.