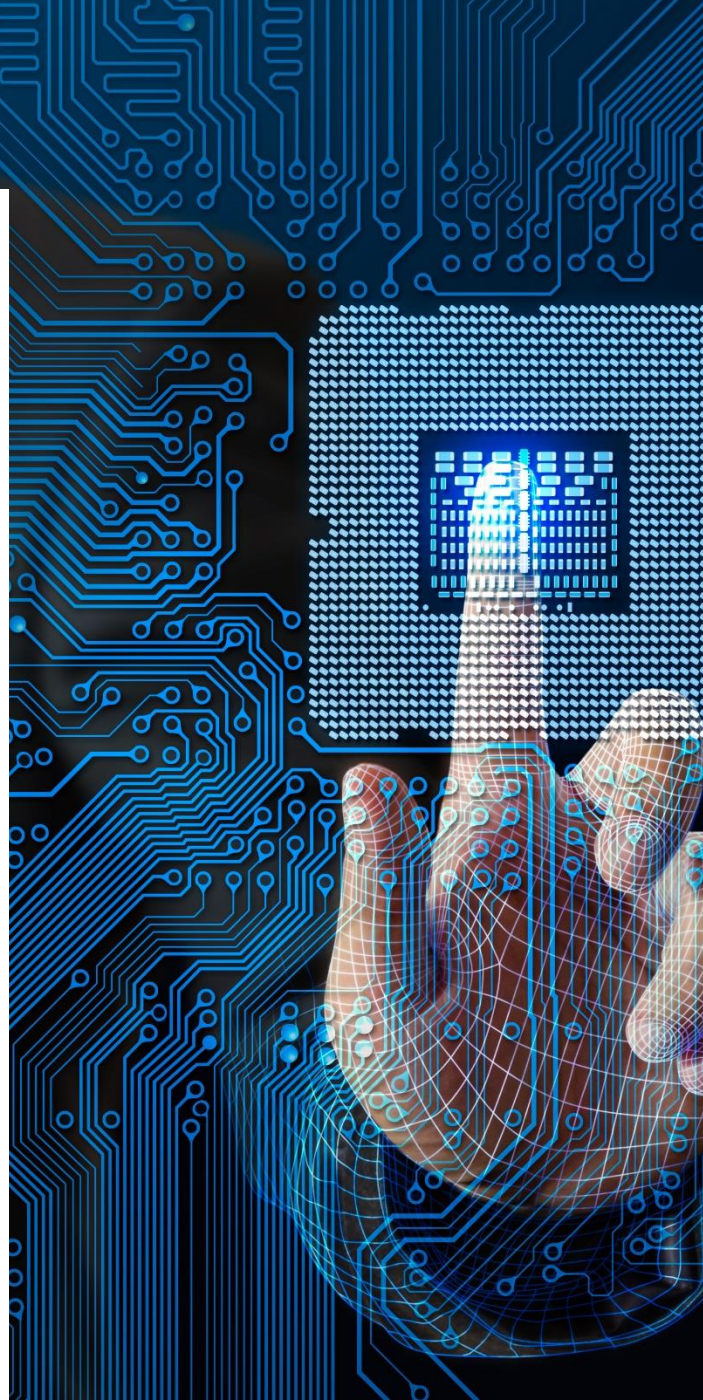




SD Global Services India Private Limited Corporate Social Responsibility Policy

SD Global Services India Private Limited
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1. Introduction

SD Global Services India Private Limited (“Company”) establishes this Policy in accordance with The Companies (Corporate Social Responsibility Policy) Rules, 2014 (the “Rules”) issued by the Ministry of Corporate Affairs (“MCA”) under Section 135 of the Companies Act, 2013 (“Act”). The Board of Directors on 2-Feb-24 (i) adopted this Policy and (ii) this Policy be published, along with the Corporate Social Responsibility (“CSR”) projects and implementation schedules, on the website of Company in accordance with the Rules.

2. Approach and Direction

CSR is strongly connected with the principles of Sustainability. An organization should make decisions based not only on financial factors, but also on the social and environmental consequences. Therefore, it is the core corporate responsibility of the Company to practice its corporate values through its commitment to grow in a socially and environmentally responsible way, while meeting the interests of its stakeholders.

The Company is committed to its stakeholders to conduct its business in an accountable manner that creates a sustained positive impact on society and believes that all CSR activities in the Company shall be linked to the core business activity and/or to the available expertise at the Company.

The Company further believes that its Corporate Responsibility lies in embracing core corporate values through commitment to grow in a socially and environmentally responsible way, while meeting the interests of all relevant stakeholders.

3. Purpose and Guiding Principles

The Company shall target its CSR activities to those areas or subjects which are specified in Schedule VII of the Act or any other activity as may be prescribed/clarified, from time to time, by the MCA or by the Central Government; and any other activity which may be covered by the Act and/or CSR Rules/Regulations as amended from time to time.

The company shall give preference to the local area and areas around where it operates for spending amounts earmarked for CSR activities. Any surplus arising out of CSR projects, programs, or activities shall not form part of the business profit of the Company and shall be:

- (a) ploughed back into the same project or
- (b) transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the Company or
- (c) transferred to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

4. Activities not Consider as CSR:

In accordance with Rule 2(1)(d), Company does not recognize any of the following as CSR activities:

- i. Activities undertaken in pursuance of the normal course of business;
- ii. Contributions to any political party;
- iii. Projects or programs or activities undertaken that benefit only the Company's employees, or its customers or vendors, or their families;
- iv. activities supported by the Company on sponsorship basis for deriving marketing benefits for its products or services;
- v. Activities outside of India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level; and
- vi. activities carried out for fulfilment of any other statutory obligations under any law in force in India.

5. Governance:

The company has not constituted a CSR Committee as it is exempted to constitute a CSR Committee pursuant to Section 135(9) of the Act. Accordingly, the Company's Board of Directors shall:

- i. Formulate and approve this Policy;
- ii. Determine and approve the amount of the CSR expenditure;
- iii. Identify CSR activities in accordance with this Policy;
- iv. Assess the impact of the CSR spending when prescribed by Rule 8(3);
- v. Spend the allocated amount on CSR activities, and

Ensure that the Company spends in each financial year at least two percent of the average net profits of the Company made during the three immediately preceding financial years. If the Company fails to spend such an amount, the Board shall specify reasons within its Board Report in accordance with Section 134 of the Act and transfer such unspent amount in accordance with the provisions of Section 135 of the Act.

6. Implementation of CSR Activities

Company's CSR activities with their execution modalities and implementation schedules are appended as Annexure as Annual Action Plan. The Company may also undertake other CSR activities as may be appropriate from time to time.

7. Amendments to the Policy

The Board of Directors can amend this Policy when deemed fit. All provisions of this Policy are subject to the Act, the Rules, and any subsequent amendments thereof.

8. Interpretation

In case of any conflict between the provisions of this Policy and provisions of any applicable law, the provisions of the applicable law shall prevail over this Policy. Any subsequent amendments/modifications in the provisions of applicable law shall automatically apply to this Policy. The Board reserves the right to modify, add, or amend any of provisions of this Policy.

Annual Action Plan

S.No.	Programme/Project/ Activity	S.no and activities under Schedule VII of the Act	Modalities of utilization of funds	Implementation Schedule	Proposed Amount

Each project is being monitored and reported to the board on periodic basis. This annual action plan may be altered by the board of directors from time to time.