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GITL/HRD/POLICY/2022/04

14th November, 2022

Godrej Infotech Limited

(Effective from 14th November 2022)



Regd. Office: Pirojshanagar, Vikhroli, Mumbai 400079. India

Table of Contents

1.	Preamble.....	3
2.	Purpose and Policy Statement	3
3.	Scope of CSR activities in the Company	3
4.	Focus Areas for CSR	4
	Employability	4
5.	Governance Structure.....	5
	5.1 CSR Committee	5
	5.2 Responsibilities of the Board	5
	5.3 Constitution of Task Forces and their responsibilities	6
6.	CSR Budget.....	6
7.	Project Life Cycle	6
	7.1. Project Approval	6
	7.2. Implementation	6
	7.3 Monitoring	7
	7.4 Reporting	7
8.	Qualification of Implementing Agency.....	7
9.	Reporting Requirement	7
10.	Matters not expressly covered in the Policy	7
11.	Amendment	8
12.	Effective Date	8



GITL/HRD/POLICY/2022/04

14th November, 2022

1. Preamble

At Godrej Infotech Limited (GITL) hereafter referred to as the Company, we are committed to the Godrej Group's 'Good & Green' vision of creating a more inclusive and greener India. Our strategic Corporate Social Responsibility (CSR) initiatives primarily towards Ensuring Employability Goal and various other projects as specified in Schedule VII of the Companies Act, 2013.

2. Purpose and Policy Statement

The key purpose of this Policy is to:

- Define what CSR means to us and the approach adopted to achieve our Godrej Good & Green goals and endeavors to make marginalized / underprivileged sections of the society employable.
- Identify broad areas of intervention in which the Company will undertake projects
- Define the projects / programmes and specific activities to be undertaken by the Company
- Define the implementation and monitoring process for CSR activities

3. Scope of CSR activities in the Company

We classify CSR projects that are over and above our normal course of business. On a periodic basis this policy will be reviewed and updated in line with relevant codes of corporate governance, international standards and best practices. Furthermore, the policy also fulfils the requirements of Section 135 and Schedule VII of the Companies Act, 2013 (the Act) read with the Companies (Corporate Social Responsibility) Rules, 2014 (the Rules), as amended from time to time.

Normal Course of Business of the Company

Godrej Infotech offers services in the areas of ERP applications covering Microsoft Dynamics, Infor, Oracle solutions and surround applications including Enterprise Asset Management (EAM), Supply Chain Execution (SCE), and Digital solutions & Transformation including Process Automation, Mobility solutions, Business Intelligence (BI), Azure Cloud platform, RPA, IoT and CRM solutions including Microsoft & SFDC.



GITL/HRD/POLICY/2022/04

14th November, 2022

4. Focus Areas for CSR

Employability

Train rural and urban youth in skills that enhance their earning potential through employability projects.

Also, we undertake additional CSR activities as specified by Schedule VII of the Act, including, but not limited to:

- **Education:** Inclusive and equitable quality education for different age groups and promote life-long learning opportunities for all.
- **Eradication of hunger, poverty and malnutrition:** Support poverty and malnutrition eradication projects, promote preventive healthcare and sanitation, safe drinking water.
- **Gender Equality:** Support empowerment programs for girl children, adolescent girls and women, through education, health and livelihood projects.
- **Rural development:** Integrated rural development to improve education, health, livelihoods, and environmental conditions in rural and marginalized geographies.
- **Environmental sustainability:** Water conservation, clean and renewable energy, reduction of waste to landfill, environmental sustainability, ecological balance, conservation of natural resources and reduction of pollution.
- **Relief funds:** Contribute to special government relief funds or any other Central Government or State Government fund specifically devoted for disaster relief and rehabilitation.
- **Armed forces welfare:** support armed forces veterans, war widows and their dependents.
- **Research & technology:** Support Central Government approved academic, research institutions and technology incubators.
- **National heritage:** Protection of National heritage, art and culture.
- **Sports:** Promote sports in all forms, geographies and for all groups including (but not limited to) sports for persons with disabilities.



GITL/HRD/POLICY/2022/04

14th November, 2022

5. Governance Structure

We have constituted a robust and transparent governance structure to oversee the implementation of our CSR Policy, in compliance with the requirements of Section 135 of the Act and the Rules made thereunder.

5.1 CSR Committee

The CSR governance structure of the Company will be headed by the CSR Committee constituted by the Board of Directors of the Company (the Board).

Members

The CSR Committee is duly constituted as per the provisions of Section 135 of the Act, and reports to the Board.

The Company Secretary will serve as the Secretary of the CSR Committee.

Responsibilities of the Committee

- i. To formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company as per the Act and to monitor the same from time to time.
- ii. To review and recommend to the Board for its approval, the Annual Action Plan pertaining to CSR related activities to be undertaken by the Company in pursuance of its CSR Policy.
- iii. To institute a transparent monitoring mechanism for the implementation of the CSR Projects, programs and activities to be undertaken by the Company from time to time.
- iv. Any other matter as the CSR Committee may deem fit and appropriate after approval of the Board of Directors from time to time.

5.2 Responsibilities of the Board

The Board shall execute such functions and responsibilities as prescribed in the Act read with the Rules, as amended from time to time.



GITL/HRD/POLICY/2022/04

14th November, 2022

5.3 Constitution of Task Forces and their responsibilities

Project specific task forces will be constituted for implementation and monitoring of the CSR projects.

Responsibilities of Task Forces

- Be responsible for the execution of the decisions taken by the Board/ Committee of the Company;
- To ensure on-ground implementation of projects;
- To meet as and when required to review the progress; and
- To submit reports to the Board/ Committee of the Company for its review.

6. CSR Budget

The total budget for the CSR projects will be decided pursuant to the provisions of Section 135 of the Act read with the Rules as amended from time to time.

7. Project Life Cycle

The CSR projects are strategically planned and managed. Following are the key stages of a project:

7.1. Project Approval

The projects suggested by the Task force will be presented for the approval of the Board/Committee of the Company.

The project can be Annual project or Ongoing project which is a multi-year project undertaken by the Company in fulfilment of its CSR obligation having timelines **not exceeding three years** excluding the financial year in which it was commenced.

7.2. Implementation

Task force will break down the projects into time-bound targets and action plans. These projects will either be self-implemented or implemented by an Implementing Agency or in collaboration with another Corporate.



GITL/HRD/POLICY/2022/04

14th November, 2022

7.3 Monitoring

The Task force will be responsible for monitoring approved projects, by methods which may include site visits, review meetings, progress reports etc. Projects will be evaluated against the goals and milestones defined for the project, together with the Implementing Agency (if any).

7.4 Reporting

The Board of the Company, based on Reports presented by the Task force, will annually publish a Report on the CSR projects, as a part of the Board's Report. The Report will disclose information in the format as prescribed by Section 135 of the Act and the Rules made thereunder as amended from time to time.

8. Qualification of Implementing Agency

If an Implementing Agency is employed to carry out the implementation of the CSR projects, the Task force will ensure and Board/Committee of the Company will review, that they have a clearly explained mission/vision and an established track record of at least 3 years and demonstrable capabilities for undertaking similar projects or programmes.

The Implementing Agencies engaged by the Company should be as per the requirements of the provisions of the Act read with the Rules, as amended from time to time.

9. Reporting Requirement

Chief Financial Officer or the person responsible for financial management shall certify that the CSR funds disbursed towards CSR projects have been utilised for the purposes and manner in which they were approved by the Board/Committee.

10. Matters not expressly covered in the Policy

The Company shall rely on the provisions of the Act and the Rules pertaining to any matter not expressly covered in this Policy, but which may be applicable to the Company presently or in the due course of time.



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11. Amendment

Any subsequent amendment/ modification in the Act and/ or any other laws in this regard shall automatically apply to this Policy.

12. Effective Date

The Board of Directors of the Company has approved this Policy at its Meeting held on 14th November 2022, being the effective date of this Policy.

