

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

INTERNATIONAL MARKET ASSESSMENT (INDIA) PVT LTD

PREAMBLE:

International Market Assessment (India) (“Company”), Corporate Social Responsibility (CSR) Policy encompasses the company’s philosophy for outlining its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for welfare & sustainable development of the community at large in accordance with the provisions of Section 135 and Schedule VII of the Companies Act, 2013 (“the Act”) and in accordance with Companies (Corporate Social Responsibility Policy) Rules, 2014 (“Rules”) as amended from time to time.

OBJECTIVES:

The main objective of CSR policy is to lay down guidelines for the Company to make CSR a key business process for sustainable development for the Society. It aims at supplementing the role of the Government in enhancing welfare measures of the society based on the immediate and long term social and environmental consequences of their activities. The Policy shall include guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan.

The other objective of the International Market Assessment (India) Private Limited CSR Policy is to:

- Ensure an increased commitment at all levels in the organization to operate its business in an economically, socially & environmentally sustainable manner, while recognizing the interests of all its stakeholders.
- Directly or indirectly take up programmes that benefit the communities in & around its work centers and results, over a period of time, in enhancing the quality of life & economic well-being of the local populace.

CSR SPEND APPROACH

- The Board of the Company shall endeavor to spend in each Financial Year (FY), at least two per cent of the average net profits (calculated as per Section 198 of the Act) accrued during the three immediately preceding FY’s on CSR projects/ programs/activities.
- If the amount mentioned above is not spent entirely, the reasons thereof must be specified in the Board Report and if the unspent amount relates to ongoing projects then the Board is required to transfer such unspent amount to a special account for that financial year called the Unspent Corporate Social Responsibility Account (“Unspent CSR Account”) within a period of 30 days from the end of the financial year.
Further, if the amount does not relate to ongoing projects, the Board is required to transfer such amount to a Fund specified in Schedule VII within a period of 6 months of the expiry of the financial year.

“Ongoing Project” means a project undertaken by a Company in fulfillment of its CSR obligation which must be a multi-year project having a maximum duration of 3 years excluding the financial year in which it was commenced. The board on reasonable justification may convert a project which was initially not approved as a multi-year project into ongoing project by extending the duration beyond one year.

- Any income or surplus arising out of CSR Activities, then that surplus should not form part of the business profit of a company and the same is required to be ploughed back into the same project or transferred to the Unspent CSR Account.
- CSR expenditure done over and above the statutory obligation of CSR in a financial year may be set off against the CSR obligation up to immediate succeeding three financial years.

MODE OF IMPLEMENTATION

The Board of Directors of the Company may decide to undertake its CSR activities through one or more of the following modes:

- i. directly by the Company; or
- ii. through a Company established under Section 8 of the Act or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961, established by the Company, either singly or along with any other company, or
- iii. through a Company established under Section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government, or
- iv. Any entity established under an Act of Parliament or a State legislature, or
- v. A company established under section 8 of the Act, or a registered public trust or a registered society, other than established by the Company itself, registered under section 12A and 80G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities;

A Company may also collaborate with other companies for undertaking projects or programs or CSR activities in such a manner that the CSR Committees of respective companies are in a position to report separately on such projects or programs.

All the above implementing agencies must have CSR registration number after filing of Form CSR-1 with the Registrar of Companies, Ministry of Corporate Affairs with effect from April 01, 2021.

Initiatives of State Governments, District Administration, Local Administration as well as Central Government Departments, Agencies, Self-Help Groups, etc., would be synergized with the initiatives undertaken by the Company. The Company can depute its own personnel or hire some outside agency for the execution of the activities. The selection of agency will be as per the requirements of Rules made for Section 135 of the Companies Act, 2013.

SCOPE/FOCUS AREAS

The Companies can undertake only such activities as are specified in Schedule VII to the Companies Act, 2013. These activities are mentioned below:

- i. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
- 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, and protection of flora and fauna, animal, welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
- v. Protection 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
- vi. Measures for the benefit of armed forces veterans, war widows and their dependents
- vii. Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports
- viii. Contribution to 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
- ix. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government.
- x. Rural development projects
- xi. Slum area development
- xii. Disaster management, including relief, rehabilitation and reconstruction activities.
- xiii. Any other activity (ies) as specified by the Ministry of Corporate Affairs from time to time or included in Schedule VII of the Act.

CSR ACTIVITIES IN INDIA ONLY

The CSR activities will be incurred in India only.

EXCLUSION

CSR expenditure will include all expenditure, direct and indirect, incurred by the Company on CSR Programmes undertaken in accordance with the approved CSR Annual Action Plan.

However the following activities shall not be included under CSR:

- a. CSR projects that benefit only the employees of the Company and/or their families shall not be considered as CSR Activities, within the purview of this Policy and section 135 of the Companies Act, 2013 read with the CSR Rules.
- b. Any activity undertaken by the company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;

- c. Contribution of any amount directly or indirectly to any political party under section 182 of the Act;
- d. Activities benefitting employees of the company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);
- e. Activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services;
- f. Activities carried out for fulfillment of any other statutory obligations under any law in force in India;
- g. Any other activity as may be prohibited by the law from time to time.

PROGRAM MONITORING, EVALUATION AND REPORTING

The CSR projects/programs will be monitored, evaluated and reported, as specified in the Annual Action Plan, approved by the Board.

ANNUAL ACTION PLAN

The Annual action plan for CSR Activities to be carried out during a financial year shall be formulated by the Board. The Board of Directors may alter the plan at any time during the financial year as and when required.

Following shall be included in Annual Action Plan:

- i. CSR Projects/ Programmes/ Activities to be undertaken in area or subjects specified in Schedule VII of the Act;
- ii. Type of Project - (On-going Project / One-time or Annual Project);
- iii. Year wise allocation in case of on-going project;
- iv. Manner of Execution (i.e. by Company itself or through implementing agency);
- v. Implementation Schedules / Timeline for On-going Project;
- vi. Modalities of Utilization;
- vii. Monitoring & Reporting of CSR Projects/ Programmes/ Activities (i.e. quarterly / half yearly / annually and the manner of monitoring);
- viii. To undertake impact assessment, as and when required through an independent agency of the CSR projects have outlays of one crore rupees or more and which have been completed not less than one year before undertaking the impact study, provided the average CSR obligation of the Company is at least ten crore rupees or more in the three immediately preceding financial years.

FUNCTIONS OF THE BOARD

The functions of the Board shall inter-alia include the following:

- a. Board shall ensure that the CSR activities are undertaken by the Company in adherence to this policy.
- b. The Board shall satisfy itself that the funds so disbursed have been utilized for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.
- c. In case of on-going project, the Board shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make

modification if any, for smooth implementation of the project within the overall permissible time period.

- d. The Board may approve Annual Action plan and thereafter may alter the same at any time during the financial year.
- e. The Board shall ensure that the administrative overheads shall not exceed five percent of total CSR expenditure of the company for the financial year.
- f. If the company spends an amount in excess of mandated amount under the Act, such excess amount may be set off against up to immediate succeeding three financial years.
- g. such other functions as may be required under the Act.

The Board may constitute/reconstitute CSR Committee as and when deemed necessary and such committee shall have at-least two director as member.

If the Annual CSR statutory obligation does not exceed Rs. 50 lacs during the particular financial year, the Board of Company may dissolve the CSR committee and such other roles and responsibilities of CSR committee shall be discharged by the Board, as may be required for the purpose of CSR.

DISCLOSURE

The Company shall make disclosure of its CSR Policy, Projects/Programs/activities approved by the Board and such other details, as required under the Act from time to time on Company's website.

EFFECTIVE DATE

This policy supersedes the previous CSR policy and will be effective from 1st April, 2021.

Any subsequent amendment/modification in regard to CSR provisions/rules notified by the Ministry of Corporate Affairs, shall automatically apply to this Policy. In case any provision(s) of this CSR Policy is contrary to or inconsistent with the provisions of the Act and the Rules framed thereunder ("Statutory Provisions"), the Statutory Provisions shall prevail.