

# **TRANS AMERICAN INFORMATION SYSTEM PRIVATE LIMITED**

## **CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY**

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Office of Origin: CSR Committee

Policy Approval Authority: Director/s

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### 1. Objective:

The CSR policy of TRANS AMERICAN INFORMATION SYSTEMS PRIVATE LIMITED (“the Company”) is being developed for the organization to comply with the provisions of section 135 of the Companies Act 2013 (Act) and Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended. We at Trans American Information Systems Private Limited are committed to spending up to 2% of the average net profit for the preceding three financial years or as may be notified under the Act on CSR projects or programmes related to activities specified in Schedule VII to the said Act or such additional activities as may be notified from time to time.

A CSR Committee was constituted as per board resolution number 1 dated July 19, 2017 to meet the requirements of the Act.

### 2. CSR Committee:

#### Composition:

In compliance with the rules laid down under the Companies Act 2013, the composition of the CSR Committee of the company is as under:

- The CSR Committee of the Board of Directors comprises of **four directors**.
- The Chairman of the CSR Committee will be as may be decided by the Committee.
- The Composition of the CSR committee will also be disclosed in the yearly Board’s report or as may be mandated under the Act.

#### Roles and Responsibilities:

- Decide CSR projects or programs or activities to be taken up by the Company.
- Place before the Board the CSR activities proposed to be taken up by the Company for approval each year.
- Oversee the progress of the initiatives rolled out under this policy every six months/Yearly as ay be decided.
- Define and monitor the budgets for carrying out the initiatives.
- Submit a report to the Board of Directors on all the CSR activities carried out during the financial year. This will be displayed on the Company’s website [www.taistech.com](http://www.taistech.com) through the Yearly Board’s Report.
- Monitor and review the implementation of the CSR policy.

The committee will be supported by the CSR team for the implementation of approved projects.

#### **Monitoring**

- The CSR committee evaluates the progress of projects and their impact every 6 months or at such intervals as may be deemed fit.
- All the identified activities undergo pre and post analysis as per the enclosed format. Annexure-1. They will also be included in the Board's Report as per the required rules framed under the Companies Act 2013- Annexure-2

#### **3. Modalities of Execution:**

The approved CSR activities, projects and programs shall be carried out in any of the following ways as the CSR Committee in its absolute discretion may decide. The CSR Committee may decide to use any one or all or a combination of any of the following ways to undertake the said CSR activities, projects and programs:

- a) By the Company directly;
- b) Through Mastek Foundation, a Trust that has been established by the founders of Mastek Limited, Holding Company of Trans American Information Systems Private Limited; and/or
- c) through any other registered trust / any registered society / any Section 8 Company/ any other company that is qualified to undertake CSR activities in terms of the provisions of the Companies Act,2013.

In the event the CSR activities are undertaken by the entities listed in (b) and/or (c) above, the Committee shall specify the activities, projects or programs that are to be undertaken, the modalities for utilization of funds on such projects and programs and the monitoring and reporting mechanisms to be followed in that regard.

#### **Mastek Foundation – Mission:**

Founded in 2002, Mastek Foundation will be the main CSR arm of the Company. Its mission is – **'Informed Giving, Responsible Receiving'**.

The Foundation works towards sensitizing and inspiring individuals, employees and corporate professionals and encourages them to come forward and contribute to society as informed givers. It also provides them with regular help and support for participation in community and social work.

The Foundation also works with Non Profit Organizations with capacity building through use of information technology thereby promoting responsible receiving.

#### **4. CSR Activities, Projects and Programs**

- (a) The CSR activities, projects and programs that will be undertaken by the Company shall be those as may be approved by the Committee that will be constituted / reconstituted by the Board of Directors of the Company in this regard (CSR Committee). The CSR Committee will approve the undertaking of such activities, projects and programs as are covered under the following areas set out in
- (b) Schedule VII of the Companies Act, 2013, or as may be amended under the Act.

#### **CSR programs of the Company fall under the following categories:**

1. Promoting education, enhancing skills of children, and development of children of women working in red-light areas. Will also involve special education and employment – enhancing vocation skills especially among women, elderly and the differently abled, and livelihood enhancement projects.
  2. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making safe drinking water available.
  3. Promoting gender equality and empowering women. Activities include setting up homes/hostels for women and orphans, old age homes and other such facilities for senior citizens, day care centres, and measures to reduce inequalities faced by socially and economically backward groups.
  4. Protection and upgradation of environmental conditions. These include ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro-forestry, conservation of natural resources and maintaining the quality of soil, air and water.
  5. Any other projects with the approval of the CSR Committee/Board.
- All new projects will be detailed and approved as per the proposed form, Annexure 3.

- (c) The Committee, and its discretion, can also approve a contribution to the 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 Scheduled Tribes, other backward classes, minorities and women.
- (d) The Committee, at its discretion, may approve a contribution to technology incubators located within the academic institutions approved by the Central Government.
- (e) While approving the CSR activities, the Committee shall give preference to the local area where the Company operates, for spending the amounts earmarked for its CSR activities.

**CSR Activities:**

Mastek Foundation organizes and supports a variety of meaningful social welfare activities, campaigns, community and volunteering services.

In keeping with the Foundation’s mission “Informed Giving, Responsible Receiving”, the Company encourages its stakeholders like employees, partners, corporate professionals and individuals across India to participate through:

1. Payroll Giving
2. Volunteering
3. Capacity building – Transforming NGOs through IT
4. Sponsorships
5. Funding/ fund-raising events

The Foundation teams up with NGO partners across India to work in areas of interest identified. In addition to developmental efforts, it also provides technical support services (TSS) to partner organizations for IT systems implementation wherever feasible to enable them to scale up operations. The CSR programmes and projects or activities identified are as enumerated in Schedule VII of the Act, Annexure 1.

**5. Implementation Strategy:**



This list of programmes, projects and activities, along with details of partner NGOs and related expenditure, is presented to the CSR committee by the CSR team for approval.

Each year, the CSR committee recommends CSR projects, programmes and activities to be undertaken in India. It provides guidance on the allocation of the CSR budget among different programme areas for the financial year to the board for its approval.

The Board of Directors of the company may undertake CSR activities approved by the CSR committee directly through Mastek Foundation. The board, through its CSR committee, plans and monitors expenditure and reports outcomes of such CSR projects or programmes or activities. The implementation of each CSR project is executed as proposed in the form

submitted by the NGO partner. The outcomes are monitored quarterly/periodically and report be submitted as per the proposed format - Annexure 2.

## **6. Qualifications and Exclusions**

- (a) Activities undertaken in pursuance of normal course of business of the Company shall not be considered as CSR activity under the Policy.
- (b) Contributions of any amount directly or indirectly to any political party shall not be considered as CSR activity under the Policy.
- (c) Only those CSR activities, projects or programs that are undertaken in INDIA shall qualify as CSR activities under the Policy.
- (d) Activities, projects or programs that benefit only the employees of the Company and their families shall not be considered as CSR activity under the Policy.
- (e) One-off events such as marathons/ awards/ charitable contributions/ advertisements/ sponsorships of TV/Media/other programs etc., shall not be considered as part of CSR expenditures under the Policy.
- (f) Expenses incurred for fulfilling the requirements of any statute, shall not be counted as CSR expenses under the Policy.

## **7 Treatment of Surplus**

Any surplus that may arise out of the approved CSR activities, projects and programs that are carried out shall not form part of the business profits of the Company and such surplus shall be dealt with in the manner deemed appropriate by the CSR Committee.

## **8 CSR Expenditures**

- The corpus of the CSR policy includes:
  - 2% of the average net profit of the preceding 3 years- or as may be amended under the Act
  - Any income arising therefrom
  - Surplus arising out of the above activities
  - Payroll contribution from the employees
  - Fund-raising events
  
- TRANS AMERICAN INFORMATION SYSTEMS PRIVATE LIMITED may pool its resources and CSR spending with other groups or associate companies on collaborative efforts that qualify as CSR spending.

## **9 Policy Performance Review**

The CSR Committee reviews the CSR policy annually and makes recommendations for revisions to it if required, with the approval of the Board. All employees and stakeholders are made aware of the objectives, targets and programmes and the obligations to be followed in the performance of their tasks. This ensures that the policy is supported and maintained.

## **ANNEXURE 1: CSR Activities as per Schedule VII of the Companies Act, 2013, as amended**

CSR Activities as per schedule VII (to include all the activities as and when amended by the Ministry of Corporate Affairs).

Activities which may be included by companies in their Corporate Social Responsibility Policies Activities relating to:—

- (i) Eradicating hunger, poverty and malnutrition, (“promoting health care including preventive health care”) and sanitation (including contribution to the Swach 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 centres 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 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 art 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 the prime minister's national relief fund or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, 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 govt.
- (x) rural development projects
- (xi) slum area development.

Explanation: For the purposes of this item, the term `slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.



Travel				
<b>Subtotal Program Cost (B)</b>				
<b>Capital Cost (one time cost incurred due to onetime investment)</b>				
<i>e.g.: Furniture</i>				

**Financial Statement (Annual):**

Balance from Previous period (1) (write when applicable)	Received during current period (2)	Total	Balance

**N.B. Please note along with the above data, please share a few case studies of the beneficiaries impacted through the project.**

**ANNEXURE 3: Project Proposal Format- to be used by the trust/foundation to obtain the targeted CSR project details**

NGO profile during selection – format.

**Tell us about you!**

This form is bit lengthy so please take full two weeks to fill it up properly, kindly don't leave anything empty. If you can't fill please write it why you can't fill it. The two weeks starts from the date we send you the form.

**Part I**

- a) Name of the Organisation
- b) Location(s): In India
- c) Contact person:
  - a. Name:
  - b. Contact no:
  - c. E-mail id:
- d) NGO background:
  - a. Year of formation
  - b. Location of operation
    - i. Country:
    - ii. State
    - iii. District
- e) Registration details trust/society or sec 8 company
- f) Do you have 80 G Yes/No
- g) Do you have 35 AC Yes/No
- h) Income and expenditure statement - suggested (Financial information).

SI No.		Year 2014-15	Year 2015 – 16	Year 2016 - 17	2017- 18 (till date)
1	Income				
2	Income from interest				
3	Revenue generated ( fees from patients, students, sell of products, etc) ( if any)				
4	Other income				
	<b>Total</b>				
SI No		Year 2014-15	Year 2015 – 16	Year 2016 - 17	2017- 18 (till date)
1	Expenditure				
2					
3					
4	Other expenditure				
	<b>Total</b>				
5.	<b>Surplus/Deficit</b>				

- i. Non-Financial data

SI No.	Particulars	Year 2014-15	Year 2015 – 16	Year 2016 - 17	2017- 18 (till date)
1	No. of beneficiaries				
2	Geographical expansion				
3	Any other points				

- j. Balance sheet:



SI No.	Liabilities	Year 2014-15	Year 2015 – 16	Year 2016 - 17
1	Corpus fund			
2	Others			
SI No	Assets			
1	Fixed assets			
2	Fixed deposits			
3	Cash and bank balance			
4	Others			

j. Funding source details: Tell us your top 10 donors/funders (please mention the top ten that is from whom you have received highest funding)

SI No.	Name of funder/donors	Type of org. Corp/insti/govt/ind ivital	Year 2015-16 (Total donation)	Year 2016-17 (Total donation)	Year 2017-18 (Total donation)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

Sl No	Donors/funders	Year 2015-16	Year 2016-17	Year 2017-18
1	No. of corporate donors			
2	Please mention the no. of individual donors			
3	No. of international donors			
4.	Govt			
5.	Others			

**Part II:**

1. Project Name:
2. Location of project: (District, state)
3. No. of beneficiary:
4. Project duration:
5. Total cost of the project:
6. Amount requested:
7. Other funders/donors of the project.
8. Expected goal of the project.
9. How you intend to measure it.
10. Please share a baseline study of similar previous projects which shows your impact (You may share it in a separate sheet)

**Part III:**

- a) Name three NGOs working in the same cause as yours. It may be outside district, state of your operational area. It can be anywhere in India. If you don't have all the info, it ok, but write the names of it at least and the scoring is must.  
**(Don't leave this part empty or else we won't be able to consider your proposal).**

*NB: - Our only objective of knowing this data is to understand your knowledge about how other similar NGOs are performing and nothing else.*

Sl No.	Name of NGOs	NGO 1	NGO 2	NGO 3
1	HQ Location			
2	Website			
3	Chief Operating officer			
4.	Annual Budget			
5.	No. of field offices			
6.	No. of beneficiaries			
7.	Quality of service: Rate in the scale of 1-5 (5 being the highest)			

- b) Also in the same time rate yourself in terms of quality of service provided by your organisation.

Provide us with some evidences (of your choice)

NB:

1. **Please fill the form with diligence so that it helps us to understand you properly. You may add points if you feel necessary.**
2. **Please validate the above information by a signature of the head of the organisation (he/she may be head of the particular location- the senior most officer).**

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Name and Designation

\*Mastek Foundation's expenditure on CSR is subject to third party scrutiny, hence please provide verifiable evidences / source document for all costs undertaken – the same may include quarter wise financial statement, activity wise reports, and photographs and confirmations wherever possible.

**ANNEXURE 4: Format for Annual Report on CSR activities- AS PER THE ACTOR AS MAY BE AMENDED**

**FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT**

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.
2. The Composition of the CSR Committee.
3. Average net profit of the company for last three financial years
4. Prescribed CSR Expenditure (two per cent. of the amount as in item 3 above)
5. Details of CSR spent during the financial year.
  - (a) Total amount to be spent for the financial year;
  - (b) Amount unspent, if any;
  - (c) Manner in which the amount spent during the financial year is detailed below.

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S.No	CSR project or activity identified.	Sector in which the Project is covered.	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken.	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs <b>Sub-heads:</b> (1) Direct expenditure on projects or programs. (2) Overheads:	Cumul-ative expend-iture upto to the report-ing period.	Amount spent: Direct or through implementing agency
1							
2							
3							
	<b>TOTAL</b>						

\*Give details of implementing agency:

6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

Sd/- (Chief Executive Officer or Managing Director or Director)	Sd/- (Chairman CSR Committee)	Sd/- [Person specified under clause (d) of sub-section (1) of section 380 of the Act]  (wherever applicable)
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