

CORPORATE SOCIAL RESPONSIBILITY POLICY (CSR POLICY)

1. Title and Applicability

- The document describes the Corporate Social Responsibility Policy (“CSR Policy”) of Deutsch Quality Systems (India) Private Limited (“DQS India” or “the Company”). It includes DQS India’s vision, mission and other relevant attributes of Corporate Social Responsibility.
- The CSR policy has been formulated in accordance with Section 135 of the Companies Act 2013 and the Corporate Social Responsibility Rules 2014 and the relevant amendments/ notifications / circulars.
- This CSR policy shall apply to all CSR programs of DQS India.

2. Vision

DQS India is committed to build a sustainable business with strong social relevance and a commitment to inclusive growth and contribute to the society by supporting causes on various concerns including environmental sustainability, promoting education, and other rural development activities.

3. Purpose

The Companies Act, 2013 has brought greater emphasis on CSR with rules that provide guidance on minimum CSR spend, focus areas, implementation mechanism and reporting to the shareholders of the Company.

DQS India’s CSR Policy has been designed keeping in view the Company’s business vision, its CSR vision and long-term social objectives that the Company wants to achieve. DQS India’s CSR Policy has been created with the purpose to outline its CSR focus areas, review mechanism, execution process and reporting mechanism.

4. Responsibility of the Board of Directors

The responsibility of the Board of Directors shall be as under:

- a) To approve the CSR Policy & disclose the contents of such policy in its report and also place it on the Company’s website;
- b) Ensure that the activities proposed in the CSR Policy are undertaken;

- c) Ensure that the company spends, in every financial year, at least 2% of average net profits of the company made during the 3 immediately preceding financial years, as required under Section 135 of the Companies Act, 2013 & Rules made thereunder;
- d) If company fails to spend the sum as mentioned above, then the Board shall, in its Report specify the reasons for not spending the amount.

5. CSR Committee

5.1. Constitution of CSR Committee

A Corporate Social Responsibility Committee (“the CSR Committee”) has been constituted by the Board of Directors to oversee the CSR agenda of the Company. The committee has been formed as per the requirements of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.

Board of Directors shall be empowered to take decision for making or effecting changes in the constitution of the CSR Committee.

The composition of CSR Committee shall be disclosed in the Board of Directors’ Report.

5.2. CSR Committee

The Board of Directors has appointed a CSR Committee comprising of the following Directors:

1. Dr. Murugan Kandasamy
2. Mr. Girish Silswal
3. Ms. Stefanie Stietz Meyer

5.3. Responsibilities of the CSR Committee

- a) To formulate & recommend to the Board of Directors, a CSR Policy indicating the activities to be undertaken as specified in Schedule VII of the Companies Act, 2013 and modify / amend the same as required;
- b) To review and approve annual budgets with respect to CSR programs;
- c) To develop and institutionalize a CSR reporting mechanism in light with Section 135, Rule 8 of the Companies Act 2013;
- d) To ensure that DQS India corporate website displays the approved CSR policy of the company
- e) To monitor the CSR Policy, Projects and Programs from time to time.

5.4. Meetings of CSR Committee

The CSR Committee shall meet at least once a year. The meeting shall be held either at the registered office of the company or any other place, as may be decided by the members.

Physical presence of a minimum of two members of the committee shall constitute the quorum.

5.5. Notice of Meeting

At least seven days advance notice of every meeting, specifying the day, place and timing of Meeting and the general nature of the business to be transacted there at shall be given to the members. In urgency, a meeting may be convened by shorter notice.

6. **Areas of CSR Activities**

The Company is hereby devoted to direct its CSR resources, to a reasonable extent, for improving the quality of life of the people by focusing on the social causes, including but **not limited** to the following areas:

a. Education:

- i. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- ii. Backward and poor children
- iii. Differently abled children/ students

b. Sustainability:

- i. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water and including contribution to the clean Ganga Fund;
- ii. Water related
- iii. Ecological – Lakes, Water bodies,

c. Technology Incubators:

- i. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;

d. And as such any other areas/activities as prescribed under the Companies Act 2013 from time to time.

EXCLUSIONS:

Following activities shall be excluded from the CSR expenditure of DQS India:

- a) Activities which are exclusively for the benefit of employees of the Company or their family members;
- b) Activities undertaken in pursuance of normal course of business of the Company;
- c) Direct or indirect contribution to political parties;
- d) Expenditure on item/s not in conformity with Schedule VII of the Companies Act 2013;
- e) Surplus arising out of CSR projects shall not form part of the business profits of Company instead the same will be further used for CSR purposes only.

7. Geographies

DQS India will give preference to the local areas around its operations for spending the amount earmarked for CSR activities, however not limited to Karnataka but can be extended/covered in other parts of India region.

8. Implementation mechanism

The company may conduct / implement CSR programs by itself and/or through registered trusts, societies and / or section 8 (previously section 25) companies with an established track record of at least three years in carrying on activities in the related area/s or as suggested by Ministry of Corporate Affairs vide circulars/notifications. Alternatively, the Company may opt for remitting CSR amount to any of the fund/s notified for the purpose under the Companies Act/Rules.

Where, the Committee would like to entrust the CSR activity to Trust/NGO/Person/Association. These associations/persons responsible for the delivery of the welfare activities through the Company's funding will update the Committee on the requirements and the status of the development in each activity undertaken. If the Committee recommends that the expenditure is to be routed through a Trust exclusively setup by the Company for carrying out the welfare activities mentioned in our focus areas, the Trust will report the status and update on the CSR activities to the Committee. The Committee will continue to monitor the CSR activities and ensure that they do not deviate from the focus area agreed. The Committee will also provide a report to the Board on the status of the approved projects. This report will be provided at every meeting of the Board of Directors.

9. Annual Report

The progress on CSR programs undertaken by the Company will be reported in the Annual Report in the format prescribed by the CSR Rules 2014.

Format for Annual Report

The Annual Report							
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	CSR Project or activity identified	Sector in which the project is covered	Projects or programmes 1. Local area or other 2. Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programme wise	Amount spent on the projects or programmes Sub heads: 1. Direct expenditure on projects or programmes 2. Overhead	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
Total							

10. Effective Date

The CSR Policy shall be effective from the date of its approval by the Board of Directors.

11. Amendments to the CSR Policy

CSR Policy may be updated to align it with the changing requirement or changes in the legal and regulatory framework. Any revision in the Policy shall be approved by the Board of Directors.