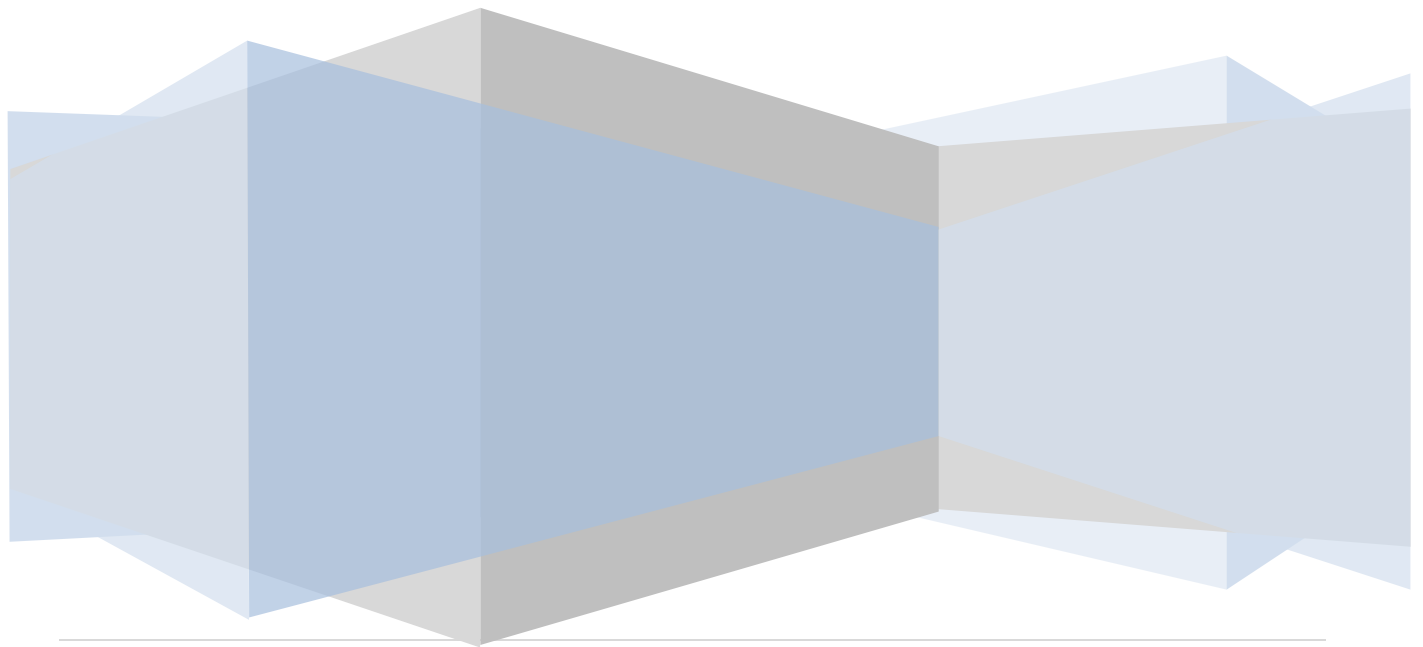


GLOBALLOGIC INDIA PRIVATE LIMITED

CSR POLICY

*In pursuance to Provisions of Section 135 of Companies
Act, 2013*



AMENDMENTS

Date of recommendation by Corporate Social Responsibility Committee	Date of Board approval
23 September 2020	23 September 2020

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CORPORATE SOCIAL RESPONSIBILITY (CSR) Policy

1. Preamble

Corporate Social Responsibility is the continuing commitment by business to perform ethically and contribute to economic development while improving the quality of life of the workforce and their families as well as of the local community and society at large. CSR is clearly for capacity building, empowerment of communities, inclusive socioeconomic growth, environment protection, promotion of green and energy efficient technologies, development of backward regions, and upliftment of the marginalized and under-privileged sections of the society.

CSR covers the entire process by which an organization approaches, defines and develops its relationships with stakeholders for the common good, and demonstrates its commitment in this regard by adoption of appropriate strategies and projects. Thus CSR is not charity or mere donations but a 'way of going beyond business as usual, creating shared value and contributing to social and environmental good'.

2. Purpose

The Corporate Social Responsibility Committee (the "Committee"/"CSR Committee") is appointed by the Board of Directors (the "Board") of Globallogic India Private Limited ("GlobalLogic" or the "Company") to assist the Board in carrying out its responsibilities in respect of Corporate Social Responsibility.

This policy will serve as a guiding document to help identify, execute and monitor CSR projects in keeping with the spirit of the policy. The CSR policy would function as a self-regulating mechanism for Globallogic CSR activities and enable adherence to applicable laws in this regard.

The Policy shall apply to all the CSR programs and activities undertaken by The Company at various locations for the benefit of diverse sectors of the society.

3. Validity of CSR Policy

The Board on its own or on the recommendation of the CSR Committee, will amend this mandate from time to time based on its assessment of the Company's needs, legal and regulatory developments, and applicable best practices.

4. Vision

Globallogic's vision is to integrate its activities in community development, social responsibility and environmental responsibility and encourage each business unit or function to include these considerations into its operations. The aim is to create positive change for people everywhere, helping them to live a better life full of possibilities.

5. CSR Focus Area and Programs

Globallogic is committed to identifying and supporting programs aimed at:

- Child Education
- Green and Clean India Initiatives
- Poverty and Malnutrition
- Improving medical services in villages
- Empowering the girl child
- Disaster Relief
- Protection of National Heritage
- Supporting the disabled
- Sports
- Improving the life of disadvantaged segment of the society

6. Scope

This policy will apply to all projects/programs undertaken as part of the Company's Corporate Social Responsibility activities and will be developed, reviewed and updated by Committee from time to time. This policy is also in line with the Sec.135 of Companies Act, 2013 and rules specified thereunder.

7. Governance

Overall governance of CSR and approving of the CSR projects will be the responsibility of the CSR Committee of the Board which will further be recommended to the Board for approval. The CSR Committee of Globallogic will be responsible for administering, monitoring and reviewing the CSR projects.

8. CSR Committee Composition

Globallogic will continue to have a CSR Committee of the Board consisting of three directors or more including at least two Independent Directors, in case the Company decides to have Independent Directors otherwise the Company may constitute CSR Committee with two or more directors. The Chair of the Committee shall be designated by the Board from among the Committee members. The Board shall be authorized to alter the composition of CSR Committee to meet any legal or regulatory requirements.

9. Access to Management and Independent Advisors

Committee members will have full access to management of the Company to discuss any matter which the member may wish to discuss or obtain additional information on.

The Committee has the authority to retain, set the terms of and compensate independent legal, financial or other advisors, consultants or experts that it determines necessary to assist it in carrying out its duties.

The Committee may conduct any investigation appropriate to its responsibilities, and request any officer or other employee of the Company, or any outside advisor, to attend a meeting of the Committee or to meet with any members of, or advisors to, the Committee.

10. Duties of the Committee Members

The Committee is responsible for overseeing the establishment and implementation of corporate social responsibility policies and practices and for monitoring the Company's performance against such policies and practices as well as applicable laws and regulations. The Committee's duties with respect to corporate social responsibility matters shall include:

1. Reviewing and making recommendations, as appropriate, in regard to the Company's corporate social responsibility policies;
2. Developing a CSR Strategy- Liaising with management on the Company's corporate social responsibility program,
3. Scheduling regular reports from management on the Company's corporate social responsibility performance to assess the effectiveness of the corporate social responsibility program;
4. Reviewing the annual budget for the Company's corporate social responsibility activities to confirm that sufficient funding is provided for compliance with this mandate; and
5. Reviewing the Company's corporate social responsibility performance to assess the effectiveness of the Company's corporate social responsibility program and to determine whether the Company is taking all appropriate action in respect of those matters and has been duly diligent in carrying out its responsibilities and to make recommendations for improvement, where appropriate.
6. The Committee will report regularly to the Board following meetings of the Committee with respect to such matters as are relevant to the Committee's discharge of its responsibility.
7. The Committee will review and update, on an annual basis, a work plan for the ensuing year for the Committee to ensure the Committee fulfills its responsibilities on a timely basis.
8. Monitor the CSR Policy from time to time and recommend changes to the Board
9. Recommend the amount of expenditure to be incurred on CSR projects
10. Constitute a transparent monitoring mechanism for ensuring effective and efficient implementation of the CSR projects

11. Responsibility of the Committee Members

The primary responsibility of Committee members is to act honestly and in good faith and to exercise their business judgment in what they reasonably believe to be the best interests of GlobalLogic and its shareholders. In addition to the responsibilities of Committee members as directors of the Company, the Board has developed the following specific expectations of Committee members to promote the discharge by the Committee members of their responsibilities and to promote the proper conduct of the Committee:

1. **Prepare for Meetings** - Committee members are expected to diligently prepare for each meeting, including by reviewing all materials circulated in advance of each meeting and should arrive prepared to discuss the issues presented. Committee members are encouraged to contact the Chairman of the Committee, and any other appropriate executive officer to ask questions and discuss agenda items prior to meetings.
2. **Attend Meetings** - Committee members are expected to maintain a high attendance record at

meetings of the Committee. Attendance by telephone or video conference may be used to facilitate a Committee member's attendance. But for the purpose of quorum only attendance through video conference will be counted

3. **Participate in Meetings** - Committee members are expected to be active and effective participants in the deliberations of the Committee by participating fully and frankly in Board discussions and encouraging free and open discussion of the affairs of the Company
4. **Continuing Education** - Committee members are expected to pursue continuing education opportunities to maintain and enhance their abilities as members of the Committee and ensure that their knowledge of the matters for which the Committee is responsible remains current.

12. Meeting

The Committee must meet atleast twice in a Year at appropriate intervals. Additional meetings may be called upon serving of proper notice at any time to address specific needs of the Company. The Committee may also take action from time to time by unanimous written consent. Important and urgent items can be passed by the Committee through circular resolutions.

Where any meeting of the Committee adjourns due to any reason the same shall stand adjourned till the next week at the same time and place on a day which is not a public holiday.

The extracts of the meeting must be recorded in the Minutes and shall be signed and confirm by next meeting by the Chairman of the meeting or where such chairman cease to be chairman or committee member then by Chairman of the next meeting.

13. Agenda and Notice

Notice of the time and place of each meeting of the Committee must be served to each Committee member either by personal delivery, electronic mail, facsimile or other electronic means by not less than 7 clear days before the date of the meeting. However, whenever necessary Committee meetings may be held at any time at a shorter notice if all of the Committee members consent to hold meeting at a shorter notice or in case of urgency without serving upon notice where a Committee member participating in a Committee meeting is deemed to have waived notice of the meeting. The practice of the Committee is to provide notice of meetings to all directors in order that they may attend the meeting.

14. Quorum and Attendance

A quorum for any Committee meeting shall be one-third of its total strength (any fraction contained in that one-third to be rounded off as one) or two members, whichever is higher. A Committee member who is unable to attend a Committee meeting in person may participate by telephone or teleconference or by video Conference but for the purpose of quorum only attendance through video conference will be counted.

15. CSR Budget/ Expenditure

CSR expenditure shall include all expenditure including contribution to corpus, or on projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act

The Board of the Company shall ensure that the company spends on CSR Activities as specified by Committee, in every financial year, at least two per cent of the average net profits of the company made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy

The overall amount to be committed to CSR will be approved by the Board as part of the Company's overall Annual Budget/Plan. Within the budgeted amount, specific CSR initiatives/projects will be approved in line with the process approved by the CSR Committee of the Board. All projects undertaken by the Company will be approved / ratified by the Company's CSR Committee.

GlobalLogic may build CSR capacities of their own personnel as well as those of their Implementing agencies through Institutions with established track records of at least three financial years but such expenditure shall not exceed five percent of total CSR expenditure of the company in one financial year.

16. Implementation

The CSR Committee would assist in implementation and monitoring of the CSR projects/initiatives. The actual implementation of various initiatives will be broad-based with the involvement of various company employees/units or through implementing agencies like NGOs, Trusts, Societies, Section 8/ Section 25 companies, Department of Science and Technology (DST) certified incubation centers or through collaborative projects with other corporate(s). The implementation will also be screened based on the company internal screening criteria to ascertain the entity's credibility and its ability to execute the proposed projects.

GlobalLogic 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

Further the Company also aims at self-execution process through

- Building an In- House CSR Department
- Making grants to Independent Implementation Partner

The CSR Committee and CSR Department would play a significant role in ensuring that CSR Policy is embedded across the Company's operations and the CSR initiatives are in line with the policy.

1. CSR program will be undertaken by the Company in areas selected for interventions. The Company will choose to undertake need assessments as and when, it deems fit.
2. The Company will encourage employees for volunteering in community service.
3. The time period/duration over which a particular program will be spread, will depend on its nature, extent of coverage and the intended impact of the program.
4. The mode of implementation of CSR programs will include a combination of direct implementation and partners such as government schools and college, Other schools and colleges, training institutes, NGOs, business partners, registered societies etc. The Company will select its activity partners after appropriate due diligence.
5. The Company may use the services of internal teams, expert agencies, consultancy firms etc., wherever required for carrying out base line surveys, guidance on project design and implementation, due diligence of implementation partners, impact assessment surveys etc.

17. Monitoring

The CSR Committee will ensure a transparent monitoring mechanism for ensuring effective implementation of the projects / programs/ activities proposed to be undertaken.

The CSR Department would have the responsibility of monitoring approved projects and funds disbursements for such projects. Monitoring mechanisms will include visits, meetings and progress/status reporting by the project teams. The Company's CSR activities will be reviewed by the CSR Committee. A system will be put in place to maintain a transparent monitoring and reporting mechanism across all the stakeholders involved in the CSR activities of the company, as desired by the CSR Rules (Section 135, Companies Act, 2013).

The Company's CSR Activities will be driven by a dedicated CSR Team under the guidance of the Head of Employee Services of GlobalLogic based out of Noida.

18. Reporting

Significant CSR activities and achievements will be reported as part of the Director's Report in the Company's Annual Report (As per Annexure-1) and also as per any other statutory and regulatory reporting requirements.

19. Publication on Website

The Board of Directors of the company shall, after taking into account the recommendations of CSR Committee, approve the CSR Policy for the company and disclose contents of such policy in its report and the same shall be displayed on the company's website www.globallogic.com

20. Restrictions over CSR Programs/Projects

- a) The company will ensure that its CSR projects are non-discriminatory in nature and do not have any restrictive political or religious affiliations.
- b) Contribution of any amount directly or indirectly to any political party shall not be considered as CSR activity
- c) The programs/ projects will be within the areas recommended / listed by the CSR Committee and mentioned in the Policy.
- d) The programs/ projects will be beyond business as usual.
- e) The programs/projects will be implemented within the country and preferably in areas where the company has its presence.
- f) Programs/Projects should not be exclusively for the benefit of employees of the company or their family members or those that are conducted /undertaken exclusively in pursuance of the normal course of business.
- g) Mere funding or financing the programme for implementation of CSR activities shall not be considered as CSR activities
- h) Any surplus, generated out of the CSR activities of the Company, will be ploughed back to the CSR Initiatives of the Company.

21. CSR Policy

GlobalLogic emphasizes on strengthening the relationship with the community by way of its association with various NGOs, charitable institutions, culture and skill development institutions etc.

Programmes to be undertaken will be reviewed from time to time by the CSR Committee of the Board and specific initiatives under these will be undertaken in line with the CSR Policy in the fields as stipulated under Schedule VII of the Act.

Annexure - 1

1. Provide a brief outline of the Company's CSR Policy including the statement of intent reflecting the ethos of the Company, broad areas of CSR interest and an overview of activities proposed to be undertaken.
2. Indicate the web-link to the CSR Policy. The Policy should include the full list of projects/activities/programmes proposed to be undertaken by the Company.
3. The composition of the CSR Committee.
4. Average Net Profits of the Company for last 3 financial years
5. Threshold Limit-(2% of this amount as in 4 above)
6. Details of CSR activities/projects undertaken during the year:
 - a. Total amount to be spent for the year: b. amount carried forward from earlier years: c. amount spent during the year as below: d. amount carried forward for the year.

1. Sr. No.	2. CSR project/activity identified	3. Sector in which the Project is covered	4. Projects/Programmes 1. Local are a/others- 2. specify the state /district (Name of the District/s, State/s where project/programme	5. Amount outlay (budget) project/programme wise	6. Amount spent on the project/programme <u>Subheads:</u> 1. Direct expenditure on project, 2. Overheads:	7. Cumulative spend upto to the reporting period.	8. Amount spent: Direct/through implementing agency*
1.							
	TOTAL						

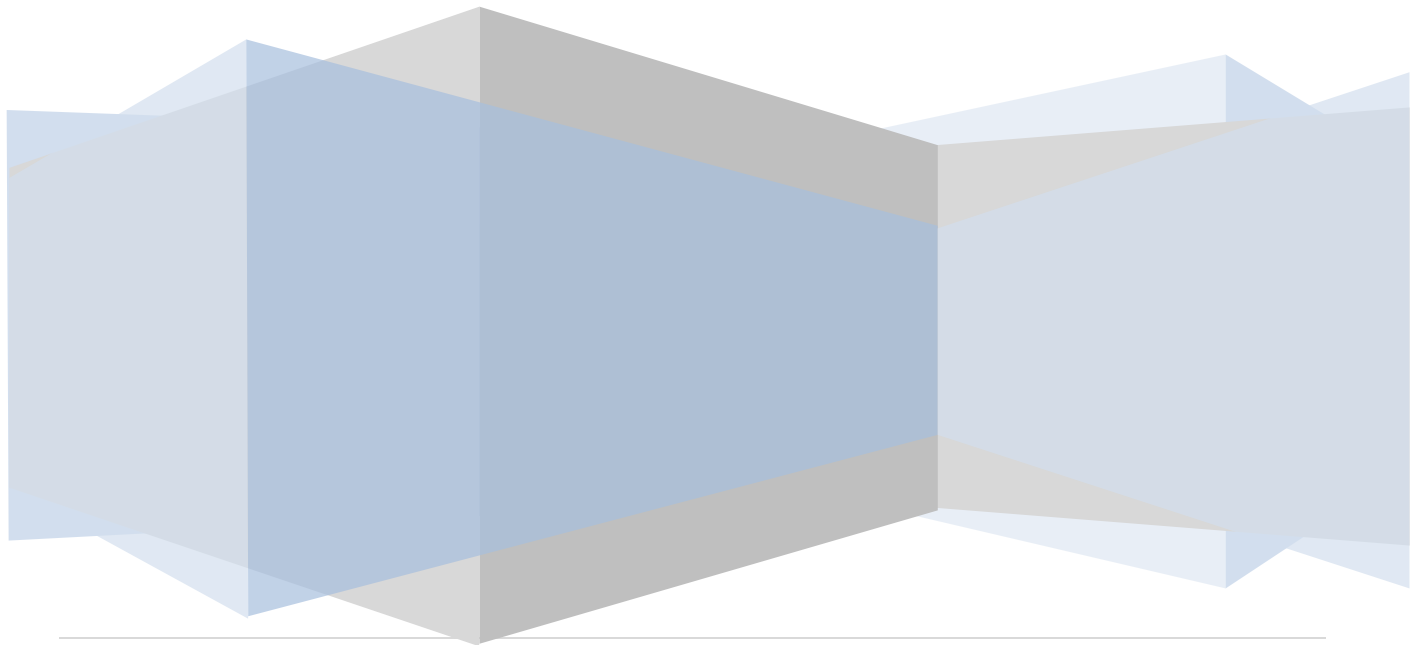
*Give details of implementing Agency:

7. In case the Company has failed to spend the 2% of the Average Net Profit (INR) of the last 3 financial years, please provide the reasons for not spending the amount
8. A Responsibility statement, of the CSR Committee, that the CSR Policy implementation and monitoring thereof is, in letter and spirit, in compliance with CSR objectives.

GLOBALLOGIC TECHNOLOGIES PRIVATE LIMITED

CSR POLICY

*In pursuance to Provisions of Section 135 of Companies
Act, 2013*



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CSR covers the entire process by which an organization approaches, defines and develops its relationships with stakeholders for the common good, and demonstrates its commitment in this regard by adoption of appropriate strategies and projects. Thus CSR is not charity or mere donations but a 'way of going beyond business as usual, creating shared value and contributing to social and environmental good'.

2. Purpose

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This policy will serve as a guiding document to help identify, execute and monitor CSR projects in keeping with the spirit of the policy. The CSR policy would function as a self-regulating mechanism for Globallogic CSR activities and enable adherence to applicable laws in this regard.

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This policy will apply to all projects/programs undertaken as part of the Company's Corporate Social Responsibility activities and will be developed, reviewed and updated by Committee from time to time. This policy is also in line with the Sec.135 of Companies Act, 2013 and rules specified thereunder.

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3. Scheduling regular reports from management on the Company's corporate social responsibility performance to assess the effectiveness of the corporate social responsibility program;
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15. CSR Budget/ Expenditure

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The Board of the Company shall ensure that the company spends on CSR Activities as specified by Committee, in every financial year, at least two per cent of the average net profits of the company made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy

The overall amount to be committed to CSR will be approved by the Board as part of the Company's overall Annual Budget/Plan. Within the budgeted amount, specific CSR initiatives/projects will be approved in line with the process approved by the CSR Committee of the Board. All projects undertaken by the Company will be approved / ratified by the Company's CSR Committee.

GlobalLogic may build CSR capacities of their own personnel as well as those of their Implementing agencies through Institutions with established track records of at least three financial years but such expenditure shall not exceed five percent of total CSR expenditure of the company in one financial year.

16. Implementation

The CSR Committee would assist in implementation and monitoring of the CSR projects/initiatives. The actual implementation of various initiatives will be broad-based with the involvement of various company employees/units or through implementing agencies like NGOs, Trusts, Societies, Section 8/ Section 25 companies, Department of Science and Technology (DST) certified incubation centers or through collaborative projects with other corporate(s). The implementation will also be screened based on the company internal screening criteria to ascertain the entity's credibility and its ability to execute the proposed projects.

GlobalLogic 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

Further the Company also aims at self-execution process through

- Building an In- House CSR Department
- Making grants to Independent Implementation Partner

The CSR Committee and CSR Department would play a significant role in ensuring that CSR Policy is embedded across the Company's operations and the CSR initiatives are in line with the policy.

1. CSR program will be undertaken by the Company in areas selected for interventions. The Company will choose to undertake need assessments as and when, it deems fit.
2. The Company will encourage employees for volunteering in community service.
3. The time period/duration over which a particular program will be spread, will depend on its nature, extent of coverage and the intended impact of the program.
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17. Monitoring

The CSR Committee will ensure a transparent monitoring mechanism for ensuring effective implementation of the projects / programs/ activities proposed to be undertaken.

The CSR Department would have the responsibility of monitoring approved projects and funds disbursements for such projects. Monitoring mechanisms will include visits, meetings and progress/status reporting by the project teams. The Company's CSR activities will be reviewed by the CSR Committee. A system will be put in place to maintain a transparent monitoring and reporting mechanism across all the stakeholders involved in the CSR activities of the company, as desired by the CSR Rules (Section 135, Companies Act, 2013).

The Company's CSR Activities will be driven by a dedicated CSR Team under the guidance of the Head of Employee Services of GlobalLogic based out of Noida.

18. Reporting

Significant CSR activities and achievements will be reported as part of the Director's Report in the Company's Annual Report (As per Annexure-1) and also as per any other statutory and regulatory reporting requirements.

19. Publication on Website

The Board of Directors of the company shall, after taking into account the recommendations of CSR Committee, approve the CSR Policy for the company and disclose contents of such policy in its report and the same shall be displayed on the company's website www.globallogic.com

20. Restrictions over CSR Programs/Projects

- a) The company will ensure that its CSR projects are non-discriminatory in nature and do not have any restrictive political or religious affiliations.
- b) Contribution of any amount directly or indirectly to any political party shall not be considered as CSR activity
- c) The programs/ projects will be within the areas recommended / listed by the CSR Committee and mentioned in the Policy.
- d) The programs/ projects will be beyond business as usual.
- e) The programs/projects will be implemented within the country and preferably in areas where the company has its presence.
- f) Programs/Projects should not be exclusively for the benefit of employees of the company or their family members or those that are conducted /undertaken exclusively in pursuance of the normal course of business.
- g) Mere funding or financing the programme for implementation of CSR activities shall not be considered as CSR activities
- h) Any surplus, generated out of the CSR activities of the Company, will be ploughed back to the CSR Initiatives of the Company.

21. CSR Policy

GlobalLogic emphasizes on strengthening the relationship with the community by way of its association with various NGOs, charitable institutions, culture and skill development institutions etc. Programmes to be undertaken will be reviewed from time to time by the CSR Committee of the Board

and specific initiatives under these will be undertaken in line with the CSR Policy in the fields as stipulated under Schedule VII of the Act.

Annexure - 1

1. Provide a brief outline of the Company's CSR Policy including the statement of intent reflecting the ethos of the Company, broad areas of CSR interest and an overview of activities proposed to be undertaken.
2. Indicate the web-link to the CSR Policy. The Policy should include the full list of projects/activities/programmes proposed to be undertaken by the Company.
3. The composition of the CSR Committee.
4. Average Net Profits of the Company for last 3 financial years
5. Threshold Limit-(2% of this amount as in 4 above)
6. Details of CSR activities/projects undertaken during the year:
 - a. Total amount to be spent for the year: b. amount carried forward from earlier years: c. amount spent during the year as below: d. amount carried forward for the year.

1. S. No.	2. CSR project/activity identified	3. Sector in which the Project is covered	4. Projects/Programmes 1. Local are a/others- 2. specify the state /district (Name of the District/s, State/s where project/programme	5. Amount outlay (budget) project/programme wise	6. Amount spent on the project/programme <u>Subheads:</u> 1. Direct expenditure on project, 2. Overheads:	7. Cumulative spend upto to the reporting period.	8. Amount spent: Direct/through implementing agency*
1.							
	TOTAL						

*Give details of implementing Agency:

7. In case the Company has failed to spend the 2% of the Average Net Profit (INR) of the last 3 financial years, please provide the reasons for not spending the amount
8. A Responsibility statement, of the CSR Committee, that the CSR Policy implementation and monitoring thereof is, in letter and spirit, in compliance with CSR objectives.