

**EUREKA OUTSOURCING SOLUTIONS
PRIVATE LIMITED
(CIN: U74140MH2002PTC136070)**

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

(Adopted first by the Board of Directors of the Company
("Board") on October 30, 2019 and amended version
approved by the Board on September 17, 2021)

PREAMBLE

We, **Eureka Outsourcing Solutions Private Limited**, a private limited company incorporated under the Companies Act, 1956 (“EOS” or “the Company”) and having its registered office at 5th Floor, Highstreet Cum Highland Corporate Centre, Kapurbawdi Junction, Thane West 400607, Maharashtra, India, are committed to develop, maintain and nurture environmental and social sustainability to make our planet a better place for future generations. We acknowledge that we are a part of this greater society by virtue of which we owe economic, societal and ecological responsibilities to the community at large.

COMPANY’S OBJECTIVES AND PHILOSOPHY

Corporate Social Responsibility is the Company’s sense of responsibility towards the community and environment in which it is operated. It is the continuing commitment of the Company to behave ethically and contribute to the economic development of the society at large and building capacity for sustainable development.

EOS has been inspired by the vision to serve a larger national purpose. EOS is committed to operate and grow its business in a socially responsible way. EOS is committed to being a good corporate citizen and build a sustainable business for its current and future stakeholders. A conscious strategy will be followed to design and implement CSR programs under the CSR Policy to create shared values with its stakeholders. EOS’s vision is to contribute to the social and economic development of communities and to participate in ensuring education, strengthening livelihood, skill development, conserving environment and promoting national heritage and culture. We hereby undertake to continue crafting unique models to generate livelihoods and environmental capital and social wealth creation.

REGULATORY FRAMEWORK

The Companies Act, 2013 together with the rules notified thereunder (‘the Act’) and Schedule VII to the Act provides a framework for companies to define the focus areas in the CSR space. The law also guides companies to apply the scope as defined under Schedule VII liberally. Further, the Act also provides instructions on agencies eligible for implementation through which the Companies may spend its CSR expenditure. This CSR Policy is formulated and adopted in compliance with the provisions of the Act and has been approved by the Board of Directors of EOS.

Effective Date: This policy shall be effective from the beginning of the financial year 2021-22.

SCOPE OF CSR ACTIVITIES

The CSR initiatives of the Company are identified in consultation with the management, social experts, community and other stakeholders. The identified focus areas for the Company’s CSR initiatives are:

Eradicating hunger, poverty, malnutrition and health care: Eradicating hunger, poverty, 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

Education and skill development: Education and Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and differently abled and livelihood enhancement projects.

Gender equality, empowerment of women: 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.

Environment and sustainable development: 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.

National Heritage, Art and Culture: 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;

Armed Forces: Measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

Sports: Training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports

Contribution to funds set up by Government: Contribution to the prime minister's national relief fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES 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;

Technology incubators: (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and (b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).

Rural development projects: Strengthening rural areas by improving accessibility, housing, drinking water, sanitization, power and livelihood, thereby creating sustainable villages.

Slum area development: Development of slum area

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.

Disaster management: Disaster management, including relief, rehabilitation and reconstruction activities.

The above areas as enshrined in Schedule VII to the Act and included in this policy aims to provide areas in which CSR projects should be undertaken by the company. The CSR Committee should consider details of CSR projects as elaborated in the annual action plan for each financial year. In addition to above, the Company may take up any other CSR activities as notified in Schedule VII of the Companies Act, 2013 (as amended from time to time) as may be decided by the Board of Directors or CSR Committee of the Board from time to time depending on the suitable opportunities available and need of the area concerned.

GOVERNANCE MECHANISM

We follow structured governance procedures to monitor CSR activities. The Board has constituted a CSR Committee of three directors to monitor the Policy and the programmes from time to time.

The CSR Committee provides oversight and guidance on CSR performance and monitors compliance with the CSR Policy, commitments and the applicable CSR provisions. The role & responsibilities of CSR Committee shall be as set out in the Act.

The CSR Committee shall formulate and recommend to the Board, an annual plan of all CSR activities to be taken up by the company in line with CSR Policy and it shall include the list of CSR projects or programs to be undertaken, the manner of execution, the modalities of utilization of funds and implementation schedules, monitoring and reporting mechanism and details of need and impact assessment, if any.

The Board of Directors are empowered to alter the annual action plan during the financial year, if so recommended by the CSR Committee, based on the reasonable justification for such change. The Board monitors and reviews the performance and impact of the CSR programmes, provides input and course corrections; if required and satisfies itself that the CSR funds so disbursed are aligned to the CSR Policy of the Company and have been utilized for the purposes and in the manner as approved by it.

CSR OBLIGATIONS

The Company shall spend in every financial year, at least two percent of the average net profits of the Company made during the three, immediately preceding financial years on CSR projects in accordance with the policy. Such CSR expenditure shall also include all direct and indirect expenditure incurred towards CSR programs as may be admissible under the regulatory framework. The overall amount to be committed towards CSR will be approved by the Board of Directors as a part of its Annual Action Plan. Surplus, if any, out of CSR activity is prohibited to form part of business profits and has to be used back for CSR purpose only or transfer such surplus to fund specified in Schedule VII within 6 months from end of financial year. Any amount spent by the Company in any year in excess of its statutory obligation for CSR, may be set off against the CSR obligation of the Company for subsequent three financial years.

IMPLEMENTATION PROCESS

The Company may carry out CSR activity either itself or through (a) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961, established by the company, either singly or along with any other company, or (b) 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 (c) any entity established under an Act of Parliament or a State legislature; or (d) 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, and having an established track record of at least three years in undertaking similar activities. The aforementioned entities should meet the statutory eligibility criteria laid down under the Companies Act, 2013 and rules made thereunder. Additionally, the Company shall conduct appropriate due diligence of the implementing agency before associating with the agency. Such due diligence shall inter alia cover aspects of financial position of the agency, credibility, history and experience in the relevant area, any potential conflict of interest and existing and past litigations. The company can also partner with local governance bodies, such as Gram Panchayats, Civic Bodies, Municipality to directly undertake approved CSR projects with the help and support of these bodies.

COMPLIANCE, MONITORING AND REPORTING

Monitoring and evaluation is an essential part of any activity that is undertaken by an organization and that will also be followed for programs undertaken under the CSR Policy. Programs under the CSR Policy will be continuously monitored on parameters agreed upon in the annual plan by the CSR Committee of the Company. Compliance will be reported to stakeholders through the Company's Annual Report. CSR Committee of the Company shall ensure that programs under the CSR Policy comprise essentially of CSR activities undertaken within India. The CSR Policy will be reviewed, unless earlier required due to change in laws, periodically by the Board of EOS and updated if required, to ensure it captures the relevant current interest of the stakeholders. While monitoring, the Company shall ensure the Implementing Agency follow ethical practices and endeavor to ensure all payments made to the Implementing Agency to be milestone based. The Monitoring process adopted by the Company may include obtaining of reports of different kind, self-declaration, On-site visit, etc.

MISCELLANEOUS

Notwithstanding anything contained in this Policy, no action pertaining to CSR activities shall be taken in contravention / deviation to the provisions of Section 135 of the Companies Act, 2013 and of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and applicable Government Guidelines, as amended from time to time. The Board of Directors, on its own and/or on the recommendation of CSR committee, can amend any of the provisions of this policy and as and when required deemed fit. Any or all provisions of CSR Policy would be subjected to revision / amendment in accordance with the regulations on the subject as may be issued from relevant statutory authorities, from time to time. In the event of any conflict between the provisions of this Policy and statutory requirements, law shall prevail over and automatically be applicable to this Policy.

COMPOSITION OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

| Sl. No. | Name of Director | Nature of Directorship | Designation in the committee |
|----------------|-------------------------|-------------------------------|-------------------------------------|
| 1 | Mr. Sriram Natarajan | Director | Chairman |
| 2 | Mr. Gaurav Bali | Managing Director | Member |
| 3 | Mr. Abhinav Arora | Director & CEO | Member |

**LIST OF CSR PROJECTS / PROGRAMS / FOCUS AREAS APPROVED BY THE
BOARD OF DIRECTORS OF THE COMPANY**

For the Financial Year 2020-21

| Sr. No. | CSR Project / Programmes / Focus Area | Category under Schedule VII | Implementation Modality | Implementation Schedule | | | |
|---------|--|-----------------------------|-------------------------|-------------------------|----|----|----|
| | | | | Q1 | Q2 | Q3 | Q4 |
| 1 | Health care including preventive health care | (i) | Direct | - | - | - | √ |

For the Financial Year 2021-22

| Sr. No. | CSR Project / Programmes / Focus Area | Category under Schedule VII | Implementation Modality | Implementation Schedule | | | |
|---------|---|-----------------------------|-------------------------|-------------------------|----|----|----|
| | | | | Q1 | Q2 | Q3 | Q4 |
| 1 | Promoting education, employment enhancing vocation skills and livelihood enhancement projects | (ii) | Direct | - | √ | √ | √ |

For the Financial Year 2022-23

| Sr. No. | CSR Project / Programmes / Focus Area | Category under Schedule VII | Implementation Modality | Implementation Schedule | | | |
|---------|---|-----------------------------|---|-------------------------|----|----|----|
| | | | | Q1 | Q2 | Q3 | Q4 |
| 1 | Promoting education, employment enhancing vocation skills and livelihood enhancement projects | (ii) | Direct / through NGO / Skill Development Agency / Implementing Agencies | √ | √ | √ | √ |