



ITC Infotech India Limited

Corporate Social Responsibility Policy

Policy

This Corporate Social Responsibility (hereinafter referred to as 'CSR') Policy is framed in terms of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as 'the CSR Rules'), as amended from time to time.

ITC Infotech India Limited, being a wholly owned subsidiary of ITC Limited ('ITC'), will discharge its responsibility by aligning itself with the CSR Policy of ITC and by undertaking CSR activities in areas or subjects which are independent of the normal conduct of the Company's business and are aligned to the activities listed in Schedule VII read with Section 135 of the Act and the CSR Rules.

Implementation

The Company will undertake CSR activities (a) directly, or (b) through a registered public trust or a registered society or a company under Section 8 of the Act, established by ITC or otherwise, having track record of at least three years in undertaking CSR activities, or (c) through other implementing agencies.

The Company may also collaborate with ITC or other companies for undertaking CSR activities in such a manner that the respective companies are in a position to report separately on the CSR activities being undertaken.

Governance

- i. Every year, the CSR Committee will place for the approval of the Board of Directors of the Company (hereinafter referred to as 'the Board'), an annual CSR Action Plan (hereinafter referred to as 'CSR Plan') delineating the CSR activities to be carried out during the financial year, including the budgets thereof, their manner of execution, modalities of utilisation of funds, implementation schedules, and monitoring & reporting mechanism, as applicable, in respect of such activities. The Board will consider and approve the CSR Plan with such modification that may be deemed necessary; the CSR Plan may also be modified by the Board during the financial year, on the recommendation of the CSR Committee.
- ii. The CSR Committee will assign the task of administering the implementation of the CSR Plan within specified budgets and timeframes to such persons or bodies as it may deem fit.
- iii. The persons or bodies who have been entrusted with the task, as stated under (ii) above, will provide a report back to the CSR Committee on the progress thereon.
- iv. The CSR Committee will review the report back stated under (iii) above and issue necessary directions from time to time to ensure orderly and efficient execution of the CSR activities in accordance with this Policy.
- v. The CSR Committee will keep the Board apprised on the status of implementation of the CSR activities.

The Chief Financial Officer will also confirm to the CSR Committee and the Board that the funds disbursed for the CSR activities are being utilised for the stated purpose and in the specified manner.

- vi. At the end of every financial year, the CSR Committee will submit to the Board an Annual Report on CSR activities, which will be disclosed as part of the Report of the Board of Directors of the Company.

CSR expenditure

- i. It will be the Company's endeavour to spend in every financial year, two percent of its average net profits during the three immediately preceding financial years (or such other limit as may be prescribed under the Act), on CSR activities in pursuance of this Policy.
- ii. The CSR expenditure will include all expenditure, direct and indirect, incurred by the Company on CSR activities undertaken in accordance with the CSR Plan.
- iii. Surplus, if any, arising out of the CSR activities shall not form part of the business profit of the Company and shall be ploughed back into the CSR activities within six months from the end of the relevant financial year. Any income arising from CSR activities will be netted off from the CSR expenditure and such net amount will be reported as CSR expenditure.
- iv. If CSR expenditure in a financial year exceeds the statutory limit, such excess may be set-off against CSR expenditure for the next three financial years with the approval of the Board, on the recommendation of the CSR Committee.

This Policy will be uploaded on the Company's website www.itcinfotech.com and web link thereto will be provided in the Report of the Board of Directors of the Company.

In the event of any inconsistency between this Policy and the applicable laws, the applicable laws will prevail.

This Policy will be reviewed by the Board, on the recommendation of the CSR Committee, as and when deemed necessary.