

## **Annexure II TO THE DIRECTOR'S REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

### **1. CSR POLICY:**

#### **1. BRIEF OUTLINE ON CSR POLICY**

*As per Companies Act 2013 and Companies (CSR Policy) Rules 2014 every company fulfilling any of the following criteria, specified in Sec 135(1), shall undertake CSR activities:*

- (i) Every company having net worth of rupees five hundred crore or more, or*
- (ii) Turnover of rupees one thousand crore or more or*
- (iii) a net profit of rupees five crore or more in the immediately preceding Financial year.*

*Atos Global IT Solutions and Service Private Limited falls within the above criteria and has drafted this policy to undertake CSR activities. As per the provisions of the Act, Atos Global IT Solutions and Service Private Limited (“Atos”) should spend at least 2% of average profits of the company made during the three immediately preceding Financial Years. Atos is conscious that its CSR activities shall be in the areas prescribed in Schedule VII of Companies Act 2013 and in compliance with the Companies (Corporate Social Responsibility Policy) Rules 2014. The Board of Directors’ Report of the Company shall include comprehensively in its Annual Report, detailing the CSR activities undertaken during the period under review, and this Board’s Report shall be filed with the Registrar of Companies along with the Financials, wherever applicable. The CSR Policy shall also be displayed on the Company’s Website.*

#### **2. GUIDING PRINCIPLES**

*Atos Global IT Solutions and Service Private Limited (“Atos”) is committed to contribute amongst other areas primarily towards social and environmental initiatives as a responsible Company, while also ensuring the interests of its stakeholders. Atos embraces the principle of shared value creating economic significance to address the needs of society and proactively contribute to the society in a sustainable and holistic manner.*

#### **3. ATOS VISION & PURPOSE**

*Atos vision is to be an exemplar of good practices, and be recognized as the preferred responsible information technology (“IT”) Company with a global reach, providing support to its customers as they re-invent their growth models in challenging economic periods. The Company endeavors to make a sustainable positive impact on the under privileged communities in it operates.*

#### **4. COMPANY’S COMMITMENT TOWARDS CORPORATE SOCIAL RESPONSIBILITY**

*Atos is committed to:*

- 1. Being conscious of its contributions to improve the lives of Indian citizens and the environment in which we live. Atos endeavors to make concrete contributions to benefit the society at large.*
- 2. Being a responsible employer and continue to work on creating a great place to work, deploying collaborative technologies, attracting talented staff and promoting wellbeing at the workplace.*
- 3. Corporate Governance, Ethics and Compliance, managing data security, protecting disclosure of confidential data or intellectual property and ensuring a high level of customer satisfaction (CSAT).*
- 4. Strive for carbon neutrality by reducing carbon emissions from its datacenters, offices and transport both internally and externally by contributing to the sustainability excellence of clients, society and public at large.*

#### **5. ATOS'S CORPORATE SOCIAL RESPONSIBILITY STRATEGY**

*Atos's corporate social responsibility strategy is based on three objectives:*

- Leverage Atos's goals with overall societal obligations and Reinforce leadership in the field of IT for sustainability and strive to be best in class in its own operations and also help its clients to become best in class in sustainability as well as serve the overall society in reducing the carbon footprint.*
- Embed corporate social responsibility at the core of our business and processes in order to make sustainability a part of its DNA and part of the ongoing process of transforming our business for overall good of the society.*
- To continuously identify the challenges that the Company faces, establish priorities for itself and the society at large as well as the downtrodden and measure our performance vis-à-vis goals set for itself in improving the well being of the needy and downtrodden.*

#### **6 CSR ACTIVITIES**

##### **(I) SCOPE OF CSR ACTIVITIES**

*The CSR activities shall be undertaken by Atos, as per its stated CSR Policy, as projects or programs or activities (either new or ongoing), excluding activities undertaken in pursuance of its normal course of business.*

*Atos shall focus its CSR activities and initiatives in any one or more of the following key impact areas as prescribed in Schedule VII of Companies Act 2013. Additionally, Atos may also engage in CSR activities in the areas mandated by the Atos Group Policy:*

1. *Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;*
2. *Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently-abled and livelihood enhancement projects;*
3. *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;*
4. *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;*
5. *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 arts and handicrafts;*
6. *Measures for the benefit of armed forces veterans, war widows and their dependents;*
7. *Training to promote rural sports, nationally recognized sports, Paralympics sports and Olympic sports*
8. *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;*
9. *Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;*
10. *Supporting Rural development projects and promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;*
11. *Developing and training a cadre of volunteers and support groups to undertake the above and related activities with the support of recognized non-governmental organizations (NGO)'s/trusts/corporates, to the extent possible within the legal framework.*
12. *Enlisting support from individuals, corporations, entities and non-governmental organizations to facilitate the Company's work by conducting programs, workshops*
13. *Pursuing any other CSR activities as may be prescribed under Schedule VII of the Companies Act, 2013.*

**6(II) ACTIVITIES INCIDENTAL TO THOSE LISTED IN SCHEDULE VII:**

*Atos may also focus its CSR initiatives in any of the following additional CSR activities covered under Schedule VII of the Company Act, vide General Circular No.21/2014 dated 18-June-2014:*

- a) *Enhancing vocational skills and livelihood enhancement projects, Example Drivers' Training, Training Agriculture Labour on skill development, Capacity building for Farmers (Farm Management Practices).*
- b) *Ecological balance, maintaining quality of soil, air and water and conservation of natural resources.*
- c) *Disaster Relief Programs, Example- Medical aid, food supply, supply of clean water etc.*
- d) *Supplementing of Government schemes like mid-day meal programs.*
- e) *Slum re-development or EWS housing measures for reducing inequalities faced by socially and economically backward groups.*
- f) *Road Safety awareness*
- g) *Consumer Protection Services.*
- h) *Renewal Energy Projects.*

## **7. CSR COMMITTEE**

*Atos's Board of Directors will constitute the CSR committee of the Company.*

- *CSR committee shall consist of two or more directors as a member of CSR Committee.*
- *Board of Directors has the power of appointing and removing the member of the CSR Committee.*
- *Only the Board of Directors shall have the power to fill any vacancy in the CSR Committee.*

*The composition of CSR Committee shall be disclosed in the Board of Directors' Report. The Board of Directors may at its discretion invite any of the officials or a specialized individual to attend the CSR meetings as special invitee.*

## **8. POWERS OF CSR COMMITTEE:**

- *To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 and the rules made thereunder*
- *To review the CSR related performance of the company*
- *To monitor the CSR activities, CSR spends and CSR Policy of the Company from time to time*

- *To approve CSR projects or programs or activities to be undertaken by the company and approve the CSR spends.*
- *To recommend the amount of expenditure to be incurred on the CSR activities.*
- *To approve collaboration of Atos with other Trusts, Societies, NGOs, Companies, Institutions etc after complying with the Companies (CSR Policy) Rules 2014, for undertaking CSR projects or programs or activities.*
- *To recommend to the Board the appointment or removal of a member to/from the CSR Committee*
- *To perform such other incidental powers and functions as may be required for meeting the CSR objectives of the Company.*
- *To and / or enforced by any statutory notification, amendment or modification, as may be applicable, necessary or appropriate for performance of its duties.*

**9. MEETINGS OF THE COMMITTEE:**

*The Committee shall meet at least once in a year to approve the CSR proposals, monitor the progress and for such other related purposes. If necessary, the Committee may also meet at such intervals as it deems fit. The meetings of the Committee may be scheduled either face-to-face or through Videoconference/Teleconference or such other suitable mode. Approved Minutes of the Meeting shall be maintained after each meeting for records.*

**10. UTILISATION OF FUNDS:**

*The funds allocated for the CSR spend shall be utilized as per the guidance, directions and approvals given by the CSR Committee or any member thereof, from time to time. It is being clarified that the surplus arising out of the CSR projects, program or activities shall not form part of the business profits of the Company.*

**11. MONITORING AND REPORTING:**

*The CSR activities carried out by the Company shall be reported to the CSR Committee on an annual basis or at such intervals as may be required by the Committee. The Committee or any authorized Member of the Committee shall monitor the progress made on the CSR initiatives.*

**12. GENERAL:**

*In case any doubt with regard to any provision of the policy and also in respect of matters not covered herein, the interpretation and decision of the Committee shall be final.*

*Any or all provisions of the CSR policy would be subject to revision or amendment in accordance with the guidelines as may be issued by government from time to time.*

## 2. COMPOSITION OF CSR COMMITTEE:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Nasir Usman Shaikh	Director	1	1
2.	Mr. Arvind Jugalkishor Bajaj	Director	1	1

## 3. WEBSITE ADDRESS:

To know our approved CSR projects, CSR Policy and CSR committee please visit on our Website <https://atos.net/en/india>

## 4. IMPACT ASSESMENT OR SET OFF OF EXCESS CSR SPENT DURING THE YEAR:

Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2021 related to Impact assessment is not applicable to the Company.

There is no surplus CSR spend during the year, accordingly no set off is required to be done as per Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2021.

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1.	2020-2021	Nil	Nil

## 5. AVERAGE NET PROFIT AND CSR OBLIGATION OF THE COMPANY:

- Average net profit of the Company as per Section 135 (5):

The average net profit of the Company for the last three financial years – **Rs. 2,351,000,000/-**

- CSR obligation of the Company:

- i) Two Percent of average net profit of the Company as per Section 135 (5) – **Rs. 4,70,20,000/-**
- ii) Surplus arising out of the CSR projects or activities of the Previous Financial year – **NIL**
- iii) Amount required to be set off for the financial year - **NIL**
- iv) Total CSR obligation for the financial year (i +ii - iii) - **Rs. 4,70,16,627/-**

## 6. CSR AMOUNT SPENT/ UNSPENT DURING THE FINANCIAL YEAR:

- a) CSR amount spent or unspent by the Company during the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
<b>Rs. 4,68,04,268/- *</b>	<b>Nil</b>	<b>NA</b>	<b>NA</b>	<b>NIL</b>	<b>NA</b>

- (b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act	Local area (Yes /No).	Location of the project.		Project duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation-Direct (Yes /No).	Mode of Implementation – Through Implementing Agency	
				State	District.						Name	CSR Registration number
		NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>											

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act	Local area (Yes /No).	Location of the project.	Project duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per	Mode of Implementation-Direct (Yes /No).	Mode of Implementation – Through Implementing Agency



				State	Dis trict				Section 135(6) (in Rs.).		Name	CSR Registration number
<b>1</b>	Expenses/ Activities as specified under Schedule VII of the Act	Education Healthcare PM Cares	Yes	MH			<b>4,68,04,268</b>	<b>4,68,04,268</b>	Nil	Yes	NA	NA
	<b>TOTAL</b>						<b>4,68,04,268</b>	<b>4,68,04,268</b>				

(d) Amount spent in Administrative Overheads - **NIL**

(e) Amount spent on Impact Assessment- **NIL**

(f) Total amount spent for the Financial Year (6b+6c+6d+6e) – **Rs. 4,68,04,268/-**

(g) Excess amount for set off – **NIL**

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	<b>Rs. 4,70,20,000/-</b>
(ii)	Total amount spent for the Financial Year	<b>Rs. 4,68,04,268/-</b>
(iii)	Excess amount spent for the financial year [(ii)-(i)]	<b>NIL</b>
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	<b>Rs. 2,15,732/-</b>
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	<b>NIL</b>

**7. (A) DETAILS OF UNSPENT CSR AMOUNT FOR THE PRECEDING THREE FINANCIAL YEARS: NA**

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
	TOTAL	-	-	-	-	-	-

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): \_\_\_\_

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
	TOTAL	-	-	-	-	-	-	-

**8. DETAILS OF CAPITAL ASSETS CREATED OR ACQUIRED THROUGH CSR SPENT:  
Not Applicable**

(asset-wise details).

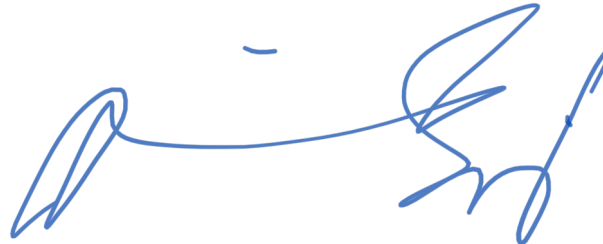
(a) Date of creation or acquisition of the capital asset(s).

- (b) Amount of CSR spent for creation or acquisition of capital asset.
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

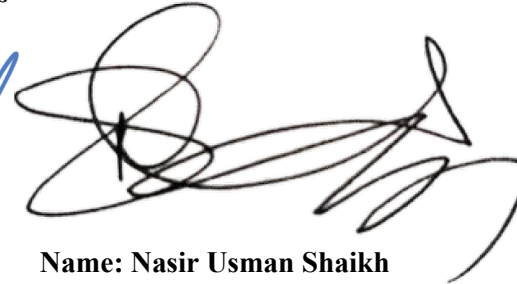
**9. REASON(S) IF COMPANY HAS FAILED TO SPEND CSR AS PER SECTION 135(5):**

Board at its Meeting held dated 27<sup>th</sup> July, 2021 approved to transfer the Surplus amount of Rs. **Rs. 2,15,732/-** which remained unspent as on the Financial year ending 31<sup>st</sup> March, 2021 to any fund included in schedule VII of the Act.

**For and on behalf of the Board of Directors**



**Name: Arvind Jugalkishor Bajaj  
Director  
DIN: 08051490**



**Name: Nasir Usman Shaikh  
Director  
DIN: 08771220**

**Place: Thane, Maharashtra  
Dated: 27<sup>th</sup> November, 2021**