



OPTIEMUS INFRACOM LIMITED

**CORPORATE SOCIAL
RESPONSIBILITY POLICY**

[Under Section 135 of the Companies Act, 2013]

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OPTIEMUS INFRACOM LIMITED

1. PREAMBLE

At Optiemus Infracom Limited (**'Optiemus'** or **'the Company'**), we are committed various non-governmental and not-for-profit organizations that believes that a new approach and thinking is required against the lack of sanitation, public hygiene awareness and promoting education for keeping our surroundings clean and green and to educate youth of the Country for their brighter future & for Country's economic development. This needs a new kind of effort, a fresh initiative, in fact a movement against this malaise that is casting a dark shadow on our nation. The emergence of consent of Corporate Social Responsibility over Companies will supplement the vision of Optiemus towards the society.

2. DEFINITIONS:

Some of the key terms used in the CSR Policy are as under:

- i) **'Act'** means the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force).
- ii) **'Company'** means "Optiemus Infracom Limited".
- iii) **'Board of Directors'** or **'Board'**, in relation to the Company, means the collective body of the directors.
- iv) **'Committee'** means Corporate Social Responsibility Committee constituted by the Board of Directors of the Company in accordance with the provisions of Section 135 of the Companies Act, 2013 and rules made thereunder.
- v) **'Corporate Social Responsibility (CSR)'** means and includes but is not limited to:
 - i) Projects or programs relating to activities specified in Schedule VII of the Act; or
 - ii) Projects or programs relating to activities undertaken by the Board of the Company in pursuance of recommendations of the CSR Committee of the Board as per this CSR Policy and will cover subjects enumerated in Schedule VII of the Act.
- vi) **'CSR Policy'** or **'Policy'** means Policy on "Corporate Social Responsibility Policy" framed and implemented by CSR Committee and approved by the Board of Directors of the Company.



vii) **‘CSR Projects/Activities’** means the projects/activities which are included by the Company in this CSR Policy in accordance with Schedule VII of the Companies Act, 2013.

viii) **‘Average Net Profit’** means net profit as computed in accordance with Section 198 of the Act.

Words and expressions used in this policy and not defined herein, but defined under the Companies Act, 2013 shall have the meanings as assigned to them in the Act.

3. PURPOSE

The key purpose of this policy is to:

- Define what Corporate Social Responsibility (‘hereinafter referred to as CSR’) means to us and the approach adopted to achieve our goals.
- Define the kind of projects that will come under the ambit of CSR.
- Identify broad areas of intervention in which the company will undertake projects.
- Serve as a guiding document to help execute and monitor CSR projects.
- Elucidate criteria for partner implementation agencies.
- Explain the manner in which the surpluses from CSR projects will be treated.

4. CONCEPT OF CORPORATE SOCIAL RESPONSIBILITY

CSR means and includes but is not limited to:

- i. Projects or programs relating to activities specified in Schedule VII of the Companies Act, 2013.
- ii. Projects and programs relating to activities undertaken by the Board of Directors of the Company in pursuance of the recommendations of CSR Committee of the Board.

5. OBJECTIVE

Optimus CSR Policy intends to:

- Strive for economic development that positively impacts the society at large with minimal resource footprint.
- Embrace responsibility for the Company’s actions and encourage a positive impact through its activities on promoting education and sanitation, public



hygiene and awareness for keeping our surroundings clean and green and the society.

6. POLICY STATEMENT

The CSR Policy focuses on addressing critical social, environmental and economic needs of the underprivileged communities of our nation. Through this policy, we align our CSR strategy with non-governmental and not-for-profit organization to promote education and public hygiene. We adopt an approach that integrates the solutions to these problems into the strategies of the company to benefit the communities at large and create social and environmental impact.

7. BOARD-LEVEL CSR COMMITTEE

At Optiemus, our CSR governance structure will be headed by the Board Level CSR committee that will be ultimately responsible for the CSR projects undertaken. The committee will report to our Board of Directors. The Committee members will be decided by the Board of Directors consisting of atleast 3 Directors out of which at least one Director shall be Independent Director.

8. SCOPE OF ACTIVITIES UNDER CSR

In accordance with the requirements of the Companies Act, 2013 (“the Act”), the Company’s CSR programs shall mainly focus on the following areas:

- 1. Education:** Promoting education including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
- 2. Health and Sanitation:** Promoting health care and sanitation within the state

However, the Company may choose to undertake additional CSR Activities falling within the purview of Schedule VII of the Act, as may be amended from time to time, based on the recommendations of the CSR Committee and as may be approved by the Board of Directors.

9. LOCATION OF CSR ACTIVITIES

It shall be the discretion of the Committee to decide the Location/Area of CSR Activities within India. However the Committee shall endeavor to give preference to local areas where the Company operates.

10. **POWERS AND REPONSIBILITIES OF COMMITTEE**

- Formulate and update our CSR Policy, which will be approved by the Board of Optiemus.
- Suggest areas of intervention to the Board of Optiemus.
- Approve projects that are in line with the CSR policy.
- Put monitoring mechanisms in place to track the progress of each project.
- Recommend the CSR expenditure to the Board of Optiemus who will approve it.

11. **CSR BUDGET**

The total budget for the CSR projects each year will be recommended by the CSR Committee to the Board in accordance with the Companies Act, 2013.

12. **GOVERNANCE**

- The Company can undertake its CSR Activities through a registered trust /society or a Non Profit Company or may also build up their own personnel as well.
- As a practice, we classify only those projects that are over and above our normal course of business as CSR. This policy applies to all our CSR projects and it will be further reviewed and updated by the CSR committee.
- Any surplus arising out of the CSR Projects/Activities shall not form part of the Business profit of the Company
- Optiemus may, at any time collaborate with other Companies for any program under CSR Activities.

This policy shall be effective from March 23, 2015.