



# Fusion CX Private Limited

## CORPORATE SOCIAL RESPONSIBILITY POLICY

### Document Control Information

Regulatory Framework	Under Regulation 8 and 3(2A) of the SEBI (Prohibition of Insider Trading) Regulations, 2015
Approval Authority	Audit Committee and Board of Directors



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## 1 Objective

The main objective of Corporate Social Responsibility Policy (CSR Policy) is to lay down guidelines for Corporate Social Responsibility Activities of Fusion CX Private Limited ('the Company' or 'Fusion CX'). CSR is an integral part of our business model to ensure activities positively affect society and contribute to sustainable development.

## 2 Philosophy and vision of the Company on CSR

The policy on Corporate Social Responsibility (CSR) is adopted by the Company to align its philosophy to initiate measures and pursue socially useful programmes with the objectives and activities of CSR envisaged and incorporated in the Companies Act, 2013 and the rules made thereunder. This policy has been recommended by the Corporate Social Responsibility Committee ('CSR Committee') and adopted by the Board of Directors at its meeting held on **29<sup>th</sup> September' 2023**. The terms, rules, and regulations mentioned in this policy are as per the Companies Act, 2013 and the rules made thereunder. The Board may, upon the recommendation of the CSR Committee, amend or modify this CSR Policy as and when necessary. This policy shall be effective with immediate effect.

Fusion CX will do its best to follow the requirements of the Companies Act, 2013 on the CSR obligation in letter and spirit.

## 3 Mission

The CSR Committee's Mission is primarily to pursue initiatives directed towards enhancing welfare measures of society and providing qualitative healthcare, education, and socio-economic development. The Committee's vision is also to ensure environmental sustainability and reduce inequalities in society.

The objective of this Policy is not only to guide the Company and its people to indulge in social welfare activities but also to integrate the business processes with social processes. The Company believes that CSR Policy is the Company's faith in socially inclusive and sustainable business as the way of doing business.



## 4 Definitions

- **Act** means The Companies Act, 2013 as amended from time-to-time.
- **Board** means the Board of Directors of the Company.
- **CSR or Corporate Social Responsibility** means and includes but is not limited to:
  - (i) Projects or programs relating to activities specified in Schedule VII of the Companies Act, 2013; or
  - (ii) Projects or programs relating to activities undertaken by the Company in pursuance of the recommendations of the CSR Committee and approved by the Board as per this policy.
- **CSR Committee** means Corporate Social Responsibility Committee constituted by the Board pursuant to Section 135 of the Companies Act, 2013.
- **The Company or Fusion CX** means Fusion CX Private Limited.
- **MCA** means the Ministry of Corporate Affairs.
- **Net Profit** means the net profit of the company as per its financial statement prepared in accordance with the applicable provisions of the Companies Act, 2013 (previously the Companies Act, 1956), but shall not include the following, namely:
  - (i) Any profit arising from any overseas branch or branches of the Company or otherwise, and
  - (ii) Any dividend received from other companies in India, which are covered under and complying with the provisions of Section 135 of the Companies Act, 2013.
- **Rules** means The Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time-to-time.

Any expression used in this policy and not defined herein but defined under the Companies Act, 2013 shall have the meanings respectively assigned to them therein.

## 5 CSR Committee:

1. CSR Committee shall consist of at least 3 (three) Directors, nominated by the Board, out of which at least one Director shall be an Independent Director, if any.



2. The Committee shall meet at least once a year, preferably at the beginning of the financial year, to formulate and recommend to the Board an annual action plan in pursuance of its CSR policy, which shall include the following, namely:
  - (a) The list of CSR projects or programmes that are approved to be undertaken in areas or subject specified in Schedule VII of the Act;
  - (b) The manner of execution of such projects or programmes;
  - (c) The modalities of utilization of funds and implementation schedules for the projects or programmes;
  - (d) Monitoring and reporting mechanism for the projects or programmes; and
  - (e) Details of need and impact assessment, if any, for the projects undertaken by the Company.

However, the Board of Directors of the Company may alter such plan at any time during the financial year, as per the recommendations of the CSR Committee, based on the reasonable justification to that effect. Apart from the above, the Committee shall hold meetings as and when necessary.

3. The Board shall intimate the Committee of the amount of expenditure to be incurred by the Company on CSR activities, and the Committee will ensure that the activities included in the CSR Policy are undertaken by the Committee subject to and in accordance with the provisions of Section 135 of the Act and Rules related thereto.
4. The programs/projects may be undertaken through Trust/NGO having a track record of at least three years and duly registered with MCA for carrying out CSR activities.
5. The Committee may invite such outside experts/consultants or any other person as it may deem fit for the purpose of CSR activities.
6. CSR activities may also be undertaken in collaboration with other Companies in terms of the provisions of the Act and the rules related thereto.
7. The Committee may also recommend the allocation of a certain portion of the CSR spend for some identified activities/projects.
8. The Committee shall endeavor for CSR capacity building of the personnel of the Company and/or of the institution carrying CSR activities of the Company within the allowable statutory expenditure limits.
9. The composition of the CSR Committee shall be disclosed in the Board's Report.



## 6 CSR Activities:

The Company may undertake any of the following activities as its CSR activities:

1. Eradicating hunger, poverty, and malnutrition; promoting healthcare including preventive healthcare and sanitation; including contribution to the Swachh Bharat Kosh set up by the Central Government for the promotion of sanitation and making available safe drinking water.
2. Promoting education, including special education and employment-enhancing vocational 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, daycare centers, 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 the quality of soil, air, and water including contribution to the Clean Ganga Fund set up by the Central Government for rejuvenation of river Ganga.
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 art and handicrafts.
6. 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.
7. Training to promote rural sports, nationally recognized sports, paralympic sports, and Olympic sports.
8. 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 government for socio-economic development and relief and welfare of the Scheduled Castes, Tribes, other backward classes, minorities, and women.
  - 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 engaged in



conducting research in science, technology, engineering, and medicine aimed at promoting Sustainable Development Goals (SDGs).

- b) Rural development projects.
- c) Slum area development.
- d) Disaster management, including relief, rehabilitation, and reconstruction activities.

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.

Preference shall be given to local areas where the Company operates for spending the amount earmarked for CSR activities.

## 7 Resources Funding & Allocation

The Company will allocate such percentage of its average net profits as required under the Companies Act, 2013, for CSR activities. The CSR Budget shall include all expenses and contributions for approved projects, ensuring compliance with the CSR Policy.

## 8 Monitoring & Reporting

The CSR Committee will monitor and review the progress of CSR activities, supported by internal or external agencies. Detailed impact assessments will be conducted when applicable, with the findings disclosed in the Annual Report and Board meetings.

## 9 Implementation & Display

The CSR Policy and details of activities will be published on the Company’s website and updated as required. Amendments to the policy will be approved by the Board.