



CORPORATE SOCIAL RESPONSIBILITY POLICY

Policy that defines Company's philosophy for delineating its responsibility as a Corporate Citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for welfare & sustainable development of the community at large

CORPORATE SOCIAL RESPONSIBILITY POLICY

OF

BIORAD MEDISYS PRIVATE LIMITED

Corporate Social Responsibility ("CSR") is defined as the integration of business operations and values, whereby the interests of all stakeholders including investors, customers, employees, the community and the environment are reflected in the company's policies and actions. Any Organization operates in Social Environment and the Corporate Social Responsibility ("CSR") is the ways and means through which the Corporate can repay the Obligations which the Society has made by contributing the resources in its various forms as required for the efficient operation of the Business. Corporate Social Responsibility is strongly connected with the principles of Sustainability and Social Welfare. An organization should make decisions based not only on financial factors, but also on the social and environmental consequences. Therefore, it is the core corporate responsibility of Bioard Medisys Private Limited to practice its corporate values through its commitment to grow in a socially and environmentally responsible way, while meeting the interests of its stakeholders. This Policy Statement demonstrates commitment of Bioard Medisys Private Limited to Corporate Social Responsibility through which we aim to align our business values, purpose and strategy with the needs of the society as a whole in which the Company operates, whilst embedding such responsible and ethical principles into everything the Company do.

I. Guiding Principles:

"Bioard Medisys Private Limited" is vigilant in its enforcement towards corporate principles which the Government of India has mandated through Companies (Corporate Social Responsibility) Rules, 2014 and is committed towards sustainable development. The company endeavors to make CSR a key business process for sustainable development. It constantly strives to ensure strong corporate culture which emphasizes on integrating CSR values with business objective. It also pursues initiatives related to quality management, environment preservation and social awareness.

II. Philosophy of CSR:

Biorad Medisys Private Limited will make a positive impact on the society & community through CSR activities which develops/improves their economic status and conserves the environment. We will ensure sustainability by doing what is right, through the adoption of sustainable business practices, employee policies and technologies.

III. Definitions:

- **Board** means Board of Directors of the Company.
- **Corporate Social Responsibility (CSR)** means and includes but is not limited to:-

1) Projects or programs relating to activities specified in Schedule VII to the Companies Act, 2013 or any amendment, modification, clarification thereof made by the MCA from time to time; or

2) Projects or programs relating to activities undertaken by the Board of Directors of the Company in pursuance of the recommendation of the CSR Committee and approved by the Board as per this policy.

- **CSR Committee** means Corporate Social Responsibility Committee which consists of the Board pursuant to section 135 of the Companies Act, 2013 and rules made there under.
- **Company** means Bioard Medisys Private Limited
- **Net Profit** means the net profit of the Company as per its financial statement prepared in accordance with the section 198 of the Companies Act, 2013 & other applicable provisions, but shall not include the followings, namely:-
 - 1) Any profit arising from any overseas branch or branches of the Company, whether operated as a separate company or otherwise, and
 - 2) 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

IV. Regulatory framework:

The Companies Act, 2013 together with the rules notified thereunder and Schedule VII to the Act and circular(s) and notification(s) issued by the Ministry of Corporate Affairs (MCA), from time to time ('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 to the Act liberally to follow the law in letter and spirit. Further, the Act also provides instructions on agencies eligible for implementation through which the companies may spend its CSR expenditure. The Company's CSR Policy, focus areas and the implementing agencies shall therefore remain within the boundary set by the law. The provisions herein shall be read in consonance with the Act.

V. CSR vision:

Standing true to our Charter, to bring joy and happiness to people's lives, our CSR vision is based on embedded tenets of trust, fairness, and care to maximize efforts in this regard. Following are keystones of our CSR philosophy:

- i. to actively initiate projects and / or participate in projects that together make us the local lighthouse for the region which significantly improves the lives of the people where we operate and are present.
- ii. to provide vocational training and impart skilling to enhance the livelihood and skills of people who are primarily from the unorganized sector.

- iii. to commit to creating social and economic value as a corporate citizen and encourage employees to participate and contribute to our various CSR programs.
- iv. to manage our operations using principles of sustainable development to minimize resource footprint and protect health & safety of all citizens.

VI. Purpose of CSR Activities:

We endeavor to protect the interests of all citizens and contribute to society at large, by making a measurable and positive difference through the four causes we support viz.:

- i. Livelihood & Employability
- ii. Health
- iii. Education
- iv. Environment and improve the quality of life of those we serve.

VII. Resources for CSR:

We propose to deploy the following resources for our CSR activities

Funds: We will utilize 2% of the average net profits of the Company made during three immediately preceding Financial Years.

Note:

A. The 2% mentioned above is to be applied to TIL's standalone PBT but will exclude the inter-company dividends.

B. The expenditure on CSR will need resourcing directly by the company by setting up an exclusive CSR department or a Trust of its own or by collaborating with other NGOs. It is clarified that CSR Regulations allow donations to other tax exempted NGOs provided the funds are earmarked as a part of the corpus of that NGO and are used for the specified purposes stated by us. This route will also be taken wherever required.

C. Surplus, if any, arising out of CSR activities shall be ploughed back into CSR and shall not be a part of business profits.

D. The CSR expenditure will include both revenue and capital expenditure and the expenditure incurred on capacity creation is counted towards CSR.

VII. Sectors and issues:

We will focus on:

(i) Eradicating hunger, poverty and 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.

- (ii) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- (iii) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
- (iv) 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.
- (v) 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;
- (vi) 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 widow;
- (vii) Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports
- (vii) Contribution to the prime minister's national relief fund 8[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;
- (viii) (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 Organization (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)
- (ix) Rural development projects
- (x) Slum area development. 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.

- (xi) Disaster management, including relief, rehabilitation and reconstruction activities

VIII. The Geographic Reach and Target Communities:

The Act provides that the Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for Corporate Social Responsibility. The Company will thus give preference to conducting CSR activities in the State wherein the Company has/will have its operations. However, the Committee may identify such areas other than stated above, as it may deem fit, and recommend it to the Board for undertaking CSR activities. Our target communities will be children, youth and affirmative action communities. While we will ensure that all communities benefit from our CSR activities, we would focus on those groups that are socially and economically marginalized.

IX. Modalities of execution of CSR Projects and Utilization of Funds:

- a. The investment in CSR should be project based and for every project time framed periodic mile stones should be finalized at the outset.
- b. Project activities identified under CSR are to be implemented by Specialized Agencies and generally NOT by staff of the organization. Specialized Agencies could be made to work singly or in tandem with other agencies.
- c. Such specialized agencies would include:
 - i. Community based organization whether formal or informal.
 - ii. Elected local bodies such as Panchayats
 - iii. Voluntary Agencies (NGOs)
 - iv. Institutes / Academic Organizations
 - v. Trusts, Mission etc.
 - vi. Self-help groups
 - vii. Government, Semi Government and autonomous Organizations.
 - viii. Mahila Mandals / Samitis and the like Contracted agencies for civil works Professional Consultancy Organization etc.

X. Implementation Schedule:

- Each CSR contribution / activities / Projects / Spent will be undertaken in the Supervision and Guidance of the Board.
- Unless the Contribution be made in the Prime Minister's National Relief Fund, Swach Bharat Kosh, the Clean Ganga Fund or such other recognized Funds of Central Government or State Government, the CSR Activities / Projects will be undertaken in the phased manner as may be determined by the Board from time to time considering the nature of activity to be undertaken at the relevant point of time.

XI. Compliance, Monitoring and Reporting:

- Each Director or CSR Committee member is responsible for ensuring that the principles set out in this policy are communicated to understood and observed by all employees and for ensuring compliance in their area of responsibility.
- When the CSR projects are undertaken by contributing the CSR Funds in the Registered Society or through Registered Trust or by undertaking a joined projects with any other Organization carrying on the same / similar CSR Activities, then the periodical follow up measures and /or periodical visit to such sites supported by the progress report as received from the said Society / Trust be placed before the Board;
- The report of the Board of Directors of the Company shall include CSR activities in the prescribed format and the Company shall also display the CSR policy on its official website, if any.

XII. Amendments to the policy:

The Board of Directors on its own can amend its policy 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.



Approved and Accepted

Date:
05.07.2017

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