

# **Corporate Social Responsibility Policy**

**Mindsprint Digital (India) Private Limited**

## Document Authority

**Owner:** CSR Committee.

## Version Control

Version	Effective Date	Description	Reviewed By	Approved By
1	26 <sup>th</sup> May 2025	Formulation & roll out of CSR Policy.	CSR Committee	Board of Directors

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## I. Introduction

Mindsprint Digital (India) Private Limited ("**Mindsprint**") is committed to aligning its corporate social responsibility ("**CSR**") efforts with its broader business vision, aiming to create meaningful value through initiatives that foster social sustainability, environmental stewardship, and the overall well-being of society, especially focusing on supporting marginalized and underprivileged communities.

In compliance with the applicable CSR Laws, Mindsprint has established a corporate social responsibility committee ("**CSR Committee**"), which formulated the CSR Policy ("**Policy**"). This Policy was subsequently reviewed, approved, and adopted by the Board of Directors of Mindsprint ("**Board**") on 26<sup>th</sup> May 2025.

## II. Scope of the Policy

This Policy shall be applicable to Mindsprint. The Policy shall operate in alignment with the overarching framework of the CSR provisions outlined in the Companies Act, 2013 ("**Act**"), the Companies (Corporate Social Responsibility Policy) Rules, 2014, Schedule VII to the Act, and any subsequent amendments thereto (collectively referred to as "**CSR Laws**").

## III. CSR Committee

1. The CSR Committee shall be constituted in accordance with Policy. The Policy, details of the Committee's composition, and Board-approved CSR projects (as applicable) shall be published on Mindsprint's official website.
2. The CSR Committee shall be responsible for the following functions:
  - 2.1. Recommending CSR activities, including projects and programs;
  - 2.2. Identifying and overseeing the implementation of both multi-year and one-time CSR initiatives;
  - 2.3. Determining the geographical locations for CSR activities;
  - 2.4. Establishing modalities for fund utilization and defining implementation timelines;
  - 2.5. Formulating and recommending the annual CSR action plan to the Board, incorporating all statutory requirements and any additional matters deemed appropriate by the Committee; and
  - 2.6. Monitoring and reporting progress on the annual action plan.
3. The Board may revise the annual CSR action plan at any point during the financial year, based on recommendations from the CSR Committee, supported by reasonable justification.

4. An annual report detailing CSR activities shall be included in Mindsprint's directors' report within the annual financial report and submitted to the Board for approval. This report shall comply with the specific requirements outlined in the CSR Laws.

#### IV. CSR Focus Areas

1. The Board shall mainly focus on the following CSR initiatives (illustrative):
  - 1.1. 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;
  - 1.2. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
  - 1.3. 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;
  - 1.4. 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 including contribution to the clean ganga fund set-up by the central government for rejuvenation of river Ganga;
  - 1.5. 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;
  - 1.6. Measures for the benefit of armed forces veterans, war widows and their dependents for central armed police forces and central paramilitary forces veterans, and their dependents including widows;
  - 1.7. Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
  - 1.8. 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, relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;

- 1.9. 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
- 1.10. 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 Defence Research and Development Organisation (“**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**”);
- 1.11. Rural development projects;
- 1.12. Slum area development; or
- 1.13. Contribution of any amount directly or indirectly to any political party’s disaster management, including relief, rehabilitation, and reconstruction activities.
2. While Mindsprint will be preliminary engaged in the CSR activities specified herein, Mindsprint can support or undertake any of the activities as per Schedule VII of the Act, as amended from time to time.
3. Activities undertaken in pursuance of its normal course of business shall be excluded from the purview of the CSR initiatives.
4. The CSR projects or programs or activities that benefit only the employees of Mindsprint and their families shall not be considered as CSR activities.

## V. CSR Implementation Strategy

1. Mindsprint may directly undertake CSR initiatives by building internal CSR capacity and deploying its own personnel and resources. Mindsprint may engage third party organisations for designing monitoring and evaluation of the CSR projects or programmes as per the CSR policy for capacity building of its own personnel for CSR.
2. Mindsprint shall undertake its CSR activities through one or more of the following modes:
  - 2.1. Any entity established by Mindsprint, either singly or jointly with any another Company;
  - 2.2. A company registered under Section 8 of the Act;
  - 2.3. A registered public trust or a registered society, that is exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961 (43 of 1961); or
  - 2.4. Any of the following entities established by the Government:
    - a.) A company registered under Section 8 of the Companies Act;
    - b.) A registered public trust or a registered society;
    - c.) any entity established under an Act of Parliament or a State legislature; or
    - d.) A company established under section 8 of the Act, or a registered public trust or a registered society; exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961, and having an established track record of at least three (3) years in undertaking similar activities.
3. Eligibility of Implementation Agencies: All implementation agencies must meet the statutory eligibility criteria as prescribed under the CSR Laws.
4. Formal Agreements: Mindsprint may enter into a written document with the selected implementation agency to define roles, responsibilities, and execution timelines.

## VI. CSR Expenditure

1. The CSR Committee shall ensure that minimum of 2% of average net profit of the last three (3) years is spent on CSR initiatives undertaken by Mindsprint (“**CSR Spend**”).

2. Where Mindsprint spends an amount in excess of CSR Spend, such excess amount may be set off against the requirement to spend under section 135 of the Act to immediate succeeding three (3) financial years subject to the conditions that -
  - 2.1. The excess amount available for set off shall not include the surplus arising out of the CSR activities;
  - 2.2. The CSR Committee shall pass a resolution to that effect;
  - 2.3. The CSR amount may be spent by Mindsprint for creation or acquisition of a capital asset, which shall be held by:
    - a) a company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number under sub-rule (2) of rule 4;
    - b) beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or
    - c) a public authority.
3. Mindsprint may allocate up to five percent (5%) of its total CSR Spend in a financial year toward administrative costs related to the general management and administration of CSR functions.
4. Any surplus arising out of the CSR activities shall not form part of the business profit of Mindsprint and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of Mindsprint or transfer such surplus amount to a fund specified in Schedule VII, within a period of six (6) months of the expiry of the financial year.
5. The CSR Committee shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and Mindsprint's Chief Financial Officer or the person responsible for financial management shall certify to the effect.

## **VII. Assessment of CSR Initiatives**

1. For CSR activities executed through third-party organizations, Mindsprint shall obtain an independent practitioner's report on fund utilization from a qualified auditor or practicing Chartered Accountant affiliated with the implementing entity.
2. Impact assessments shall be conducted by Mindsprint, the recipient, or the implementing agency, as mandated by CSR Laws. The resulting reports shall be presented to the CSR Committee and disclosed to the Board in accordance with legal requirements.

## **VIII. Updates & Amendments**

The Board may, at its discretion and based on the recommendation of the CSR Committee, revise or modify this policy as deemed necessary from time to time. In case of any conflict between the provisions of this policy and applicable statutory requirements, the statutory provisions shall take precedence and be deemed automatically incorporated into this policy. Furthermore, any amendments to the relevant Act shall be considered as having been reflected in this policy by default.