

**1. Introduction**

- Corporate Social Responsibility (“CSR”) at Matrix Comsec Private Limited (“**Matrix**”) portrays the deep symbiotic relationship that the Company enjoys with the communities it is engaged with. Along with sustainable economic performance, environmental and social stewardship is also a key factor for holistic business growth. We are of opinion that CSR underlines the objective of bringing about a difference and adding value in our stakeholder’s lives.
- This CSR Policy shall operate as the Corporate Social Responsibility Policy of the Company for the purposes of Section 135 of the Companies Act, 2013 and the rules made thereunder including the Companies (Corporate Social Responsibility Policy) Rules 2014(“CSR Rules”) as amended from time to time.

**2. Governance**

- Matrix CSR Policy has been formulated in consonance with Section 135 of the Companies Act, 2013 read with the CSR Rules notified by the Ministry of Corporate Affairs, Government of India.
- This Policy shall apply to all CSR projects / programmes undertaken by the Company in India as per the Companies Act, 2013.

**3. Vision and Policy Statement**

- To contribute positively to the society and bring about sustainable change by leveraging on the available resources and existing networks.
- The Board will annually recommend the CSR program and projects to the Board for its approval. The Board of Directors of the Company will plan and monitor the expenditure of CSR activities.



#### 4. CSR Programmes and Projects

- The Company proposes to adopt one or more of the following CSR activities as prescribed by applicable laws, including Schedule VII of the Companies Act, 2013, as amended from time to time:
  - 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 centres 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 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 arts and handicrafts;
  - vi. measures for the benefit of armed forces veterans, war widows and their dependents;
  - vii. training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
  - viii. 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;
  - ix. contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
  - x. rural development projects.
- The CSR activities shall be undertaken within the territory of the Republic of India
- The Company's CSR projects and programmes will be undertaken by the Company by itself or with joint and collaborative efforts of other companies.
- The CSR projects and programmes may also be implemented through registered public charitable trusts, not-for-profit companies set up under Section 25 of the Companies Act, 1956 corresponding to Section 8 of the Companies Act, 2013) through recognized and reputed NGOs and similar entities.

#### 5. CSR Committee:

- The Act exempted to form CSR committee for SME organizations, but Board of Directors of the Company engaged and authorized amongst the employees to focus on the CSR activities.
- The Board of the Company shall inter alia:
  - a. Formulate and update the CSR Policy which will be approved by the Board;
  - b. Decide the CSR activities to be taken up by the Company in accordance with this Policy;
  - c. Decide the amount to be allocated for each project or activity;
  - d. Oversee and monitor the progress of the initiatives rolled out under this Policy; and

- e. Submit a report, on all CSR activities undertaken during the financial year
- f. Shall meet at least once in a financial year.

## 6. MONITORING AND REPORTING FRAMEWORK

- The Company recognises that monitoring is critical for assessment of the progress as regards timelines, budgetary expenditure and achievement of targets. Monitoring maybe done periodically with the help of identified key performance indicators, the periodicity being determined primarily by the nature of key performance indicators.
- Monitoring will be done in project mode with continuous feedback mechanism, and recourse always available for mid-course correction in implementation, whenever required.
- The performance of the Company's CSR activities would be monitored on the basis of their achievement of annual targets and the utilization of their annual budgets for the activities planned and the targets set for each year.
- Implementation and monitoring of the CSR activities will be overseen by the Board. The monitoring and evaluation may be assigned by the CSR Committee to an independent external agency for the sake of objectivity and transparency.
- If the projects are being implemented by external agencies, the Company may in consultation with Board designate special executives for this purpose.

## 7. Fund Allocation:

- The Company, in every Financial Year, shall endeavour to spend such feasible amount as CSR Expenditure, which shall be at least 2% of Company's average Net profits for the three immediately preceding Financial Years.
- Total CSR expenditure shall be approved by the Board. In case the Company fails to spend the statutory minimum limit of 2% of Company's average net profits of the immediately preceding three years, in any given financial year, the Board shall specify the reasons for the same in its report in terms of clause (o) of subsection (3) of section 134 of the Act.

## 8. Review of the Policy

The Board shall review the CSR Policy from time to time based on the changing needs and make suitable modifications as may be necessary with the approval of the Board.

## 9. Amendment:

The Board of Directors on its own and/or as per the recommendations of CSR Committee can amend this Policy as and when required as deemed fit. Any or all provisions of the CSR Policy would be subject to revision /amendment in accordance with the Regulations on the subject as may be issued from relevant statutory authorities, from time to time.

## 10. Interpretation:

Any word used in this policy shall have the same meaning ascribed to it in the Companies Act, 2013 or Rule made thereunder, Listing Agreement, Accounting Standards or any other relevant legislation/law applicable to the Company.