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CORPORATE SOCIAL RESPONSIBILITY POLICY

[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014]

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CORPORATE SOCIAL RESPONSIBILITY POLICY

1. CONTEXT

Latent View Analytics Limited (hereinafter called ‘LatentView/ the Company’) is committed to undertake CSR activities in accordance with the CSR regulations.

Corporate Social Responsibility (CSR) is a public-spirited cause that has been well introduced by the new Companies Act 2013. Through the CSR there is a formation of a dynamic relationship between a company on one hand and the society and environment on the other. CSR is traditionally driven by a moral obligation and philanthropic spirit which resonates with the policy of the Company.

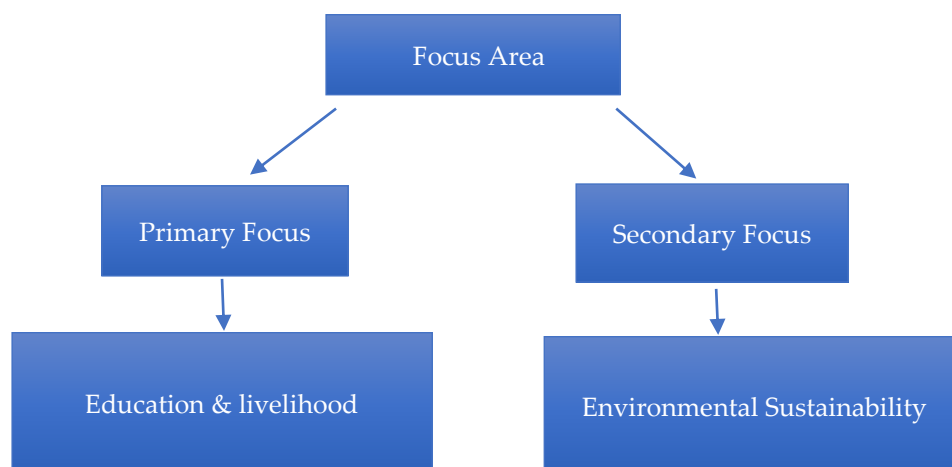
At LatentView, we believe in the power of collective action by investing in communities and embracing ethical practices and making a positive impact that resonates far and wide.

In compliance with the requirements of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, the Company is, inter alia, required to:

- (i) Constitute a Board Committee to formulate and recommend to the Board a Corporate Social Responsibility (CSR) Policy, recommend the amount of CSR expenditure, and monitor the CSR activities of the Company from time to time
- (ii) Ensure that the Company spends, in every financial year, at least two per cent of the average Net Profits before Tax (PBT) of the Company (computed in accordance with Section 135 of the Companies Act, 2013), made during the three immediately preceding financial years, in pursuance of its CSR Policy

2. SCOPE OF CSR ACTIVITIES

(i) FOCUS AREA



In addition to the main focus areas, the CSR Committee may focus on other areas permitted under Schedule VII of the Companies Act, 2013 as deemed fit by the Committee.

(ii) APPLICABILITY

- a. The Company's CSR Policy has been developed in conformity with the provisions of Section 135 of the Companies Act, 2013 (referred to as the Act in this Policy) and in accordance with the CSR Rules (hereby referred to as the Rules) notified by the Ministry of Corporate Affairs, Government of India.
- b. This Policy shall apply to all CSR initiatives and activities taken up at the various locations in India, preferably in the vicinity where the Company carries out its business operations and for the benefits of different segments of the society, specifically the deprived and under-privileged.

3. OBJECTIVE

- a. To ensure that the Company is committed to operate its business in an economically, socially and environmentally sustainable manner, while recognizing the interests of all its stakeholders.
- b. To take up programmes that benefit the communities in and around the Company/ stakeholders and over a period of time, results in enhancing the quality of life of the people in the area of its business operations.
- c. To generate a community goodwill for the Company and help reinforce a positive and socially responsible image of Company as a good corporate citizen of the Country.
- d. The Company aims to fulfil the requirements laid down under the Companies Act, 2013 and act diligently to comply with all its Rules and Regulations on CSR.

4. GOVERNANCE

(i) RESPONSIBILITY OF THE BOARD

The Board shall:

- a. Form a CSR Committee and disclose the composition of the CSR Committee.
- b. Approve the CSR Policy after taking into account the recommendations made by the CSR Committee.
- c. Place the CSR Policy on the Company's website.
- d. Ensure implementation of the activities under CSR
- e. Ensure expenditure of requisite amount on CSR every year as per law.
- f. Disclose reasons for not spending the amount (if applicable) in the Annual Report to the Shareholders of the Company.
- g. Ensure that the administrative overheads are not more than 5% of the total CSR Expenditure.
- h. Ensure that the funds so disbursed have been utilized for the purposes and in the manner as approved by Board / CSR Committee and the Chief Financial Officer shall certify to the effect.
- i. Approve transfer of unspent CSR Amount in accordance with the law. The Accounts and Finance Team of the Company shall prepare the statement of spent and unspent CSR amounts and shall assist and facilitate for transfer of the same.

(ii) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

A. COMPOSITION:

The Corporate Social Responsibility Committee ('CSR Committee') shall consist of three or more Directors amongst whom at least one shall be an Independent Director. The Committee may formulate a CSR Sub-Committee with such other Directors / Executives of the Company from time to time as it may deem necessary and expedient. The Company Secretary shall act as the Secretary to the Committee.

B. MEETINGS:

The Committee shall hold meeting as and when required, to discuss various issues on implementation of the CSR Policy of the Company. The members would thrive to hold at least two meetings in a financial year.

The Committee shall periodically review the implementation of the CSR Programmes and issue necessary direction from time to time to ensure orderly and efficient execution of the CSR programmes in accordance with this Policy. It would be the responsibility of the CSR Committee to periodically keep the Board apprised of the status of the implementation of CSR activities.

C. ROLE OF CSR COMMITTEE:

- a. To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 (as amended from time to time).
- b. To appoint/reappoint CSR Consultant to support the Company in identification of projects, shortlisting of partners and execution of the project within the agreed timeline.
- c. To recommend the amount of expenditure to be incurred on each project in a financial year and appointment of Implementing Partners for execution of the projects
- d. To monitor the execution of CSR activities approved by the company from time to time and delegate responsibilities to the officials of the Company to supervise the execution and submit a report to the Committee.
- e. To formulate and recommend to the Board an annual action plan in pursuance of the CSR Policy
- f. To perform such other functions as the Board may delegate or considered expedient by the members of the Committee to comply with the CSR policy or to exercise such other powers as may be conferred upon the CSR Committee in terms of the provisions of Section 135 of the Act.

5. MODE OF IMPLEMENTATION

The Company may carry out the CSR activities either on its own, or through a registered Trust or registered Society or through a Company registered under Section 8 of the Act or through one or more of the modes in such manner as it deems fit.

- a. Company may also collaborate with other Companies for undertaking projects, programs, and activities in such manner as it deems fit and as approved by the CSR Committee
- b. Collaborative Partnerships may be formed with the Government Agencies, the village Panchayats, NGOs, and other like-minded stakeholders. This would help widen the Company's reach and leverage upon the collective expertise, wisdom and experience that these partnerships bring to the table
- c. The Company may engage international organisation(s) for designing, monitoring and evaluation of the CSR projects or programmes as well as for capacity building of its personnel for CSR
- d. Professional agencies/CSR Consultants may be engaged in conducting need-based assessment in some programmes, wherever required. A Confirmation from the CSR Consultant if appointed, shall be placed before the CSR Committee as a prerequisite to onboard a CSR partner.

6. SELECTION, IMPLEMENTATION, MONITORING & EVALUATION

(i) SELECTION

In case of programme execution by NGOs/Voluntary organizations the following minimum criteria should be required to be ensured, NGO's/ Implementing Partners:

- a. must have a permanent office / address in India.
- b. shall be registered with the Ministry of Corporate affairs and submit CSR registration details with the Company
- c. shall be a registered public charitable trust/ a society/ a section 8 company or an entity registered under 10(23)(c) (iv), (v), (vi) or (vi a) of the Income Tax Act, 1961
- d. should have registration Certificates under Section 12A, Section 80G, etc. of the Income Tax Act, 1961, registration under FCRA (wherever mandatory) and other applicable registrations
- e. should have a Permanent Account Number (PAN)
- f. Last 3 years audited statement of accounts
- g. Last 3 years income tax return.
- h. Last 3 years FC return (applicable to organizations with FCRA registration). 10. The antecedents of the NGO / Implementing Partner are verifiable / subject to confirmation.
- i. Should have a team of professional expertise and system to maintain Books of Accounts and to generate necessary Reports on the supported programmes

Provided that in case of any amendment in the Act / the Rules specifying any criteria for implementing agencies, the same shall be applicable in addition to the above criteria (to the extent applicable). Provided also that the CSR Committee may waive one or more of the above criteria on case-to-case basis.

(ii) IMPLEMENTATION:

Once the programmes and the partner approved by the Committee, the Company shall enter into an agreement with each of the implementing partner and stipulate the requirements mandated under this policy and ensure effective utilization of the CSR Contribution.

(iii) MONITORING AND EVALUATION

Monitoring and Evaluation Mechanisms include the following, one or more of which shall be implemented based on the size, quantum and tenure of the CSR programmes:

- a. To ensure effective implementation of the CSR programmes undertaken by the Company, a monitoring mechanism will be put in place by the CSR Committee. The progress of CSR programmes under implementation at project level will be reported to corporate office on a regular basis.
- b. Feedback would also be obtained and documented from the beneficiaries and influential local leaders by the partners about the programmes, as and when required.
- c. Field visits would be conducted to ensure the progress of the programmes at their execution centres. The visits would be informed and surprised also.
- d. Partners would be required to report narrative as well as financial updates on a quarterly/annual basis in the format mutually decided. The partners shall submit the utilization reports to the CFO in line with the due date provided in the agreement. The CFO shall report the same at the next meeting of the CSR Committee and Board of directors.

- e. The Finance and Accounts Team of the Company in consultation with the CSR Committee would conduct audit of the CSR programmes as and when required. The Finance and Accounts Team would, from time to time, also guide the respective partners and CSR team of the Company on necessary compliances
- f. Impact Assessment especially on the strategic and high value programmes would be conducted on a periodic basis, through CSR team and independent professional third parties, if need be.

The Board of Directors of the Company shall also monitor the CSR Programmes / Projects in such manner and on such periodicity as may be required by the Act / the Rules.

7. CSR ANNUAL ACTION PLAN (CAAP)

The CSR Committee shall formulate and recommend to the Board of Directors, a CAAP in pursuance of this Policy, which shall include focus areas for the year, the list of projects to be undertaken, manner of execution, fund utilization, monitoring mechanism, etc. The Board of Directors may approve the CAAP with such further conditions as it deems fit and further alter CAAP at any time during the financial year, as per the recommendation of the CSR Committee, based on the reasonable justification to that effect.

8. AMENDMENTS

The Policy may be reviewed and amended from time to time by the Board based on the recommendation of the CSR Committee.

9. INFORMATION DISSEMINATION

- a. Appropriate documentation of the CSR Policy, annual CSR activities, executing partners, and expenditure entailed will be undertaken on a regular basis and the same will be available in the public domain.
- b. CSR initiatives of the Company will also be reported in the Annual Report of the Company.

10. GENERAL

- a. Words and expressions used but not defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, the CSR Rules made thereunder or in any amendment thereto. This Policy shall also be subject to such clarifications and FAQs as may be issued by MCA from time to time.
- b. In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference should be made to Corporate CSR Department. In all such matters, the interpretation & decision of the CSR Committee shall be final.
- c. Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from the Government, from time to time.
- d. The Company reserves the right to modify, cancel, add, or amend any of these Rules.
