



Title: Corporate Social Responsibility(CSR) Policy	Version # 1.0
	Effective Date: April, 2014

Vision:

To actively contribute towards Inclusive Sustainable Socio-Economic Development of the Community and to create societal capital while creating long term value for other stakeholders.

Philosophy :

Long before the advent of CSR on the Indian Corporate scene, The Waterbase Limited (TWL) has been contributing immensely for the cause of Education, Sports, Cancer & Eye Care Research, Rehabilitation of Earthquake/Flood/Other natural disaster victims and Medicare in India, with an aim to benefit the disadvantaged/underprivileged sections of society.

TWL, since its inception has cultivated a value system that business enterprises are economic organs of society and thrive on societal resources, hence it is the moral obligation and duty of an enterprise to reward the society. Therefore at TWL we endeavour to follow the system of Triple Bottom Line accountability to measure the company's performance and its impact on inclusive and equitable growth of the marginalized sections of society.

As a responsible business, TWL takes pride in being socially inclined and focuses on sustained and effective CSR projects. The CSR policy aligns with the corporate philosophy of living and working together for common good. Our employees are encouraged to volunteer their time and skills and enjoy the experience of giving back to the communities in which they work.

Policy:

1. TWL is committed to the following:-
 - 1.1.To synergise the long term value creation for the shareholders with creation of societal capital for seamless integration of the enterprise with the society at large.
 - 1.2.To integrate CSR programmes with the Company's business and endeavour to implement the Social Investments/CSR programmes in the vicinity of the Company's operations.
 - 1.3.To integrate economic progress, social responsibility and environmental concerns (Triple Bottom Line accountability) with the objective of improving quality of life.
 - 1.4.To ensure inclusive and sustainable socio-economic development of the underprivileged/needy/deserving communities through the means of primary and higher education, eradication of poverty, elimination of hunger, supporting research & development work in the field of cancer, eye care, building of medical-care capacity, rural development projects and such other initiatives.
 - 1.5To support and promote the cause of all kind of sports and physical health education.



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- 1.6 To promote the cause of environmental sustainability, ecological balance, protection of flora & fauna, animal welfare, agroforestry, conservation of forest & natural resources, maintaining quality of soil, air and water.
- 1.7 To promote gender equality, empowering of women economically and such other initiatives.
- 1.8 To encourage the development of human capital through skills development, vocational training etc. and contribute to the happiness index of the community by promoting livelihood enhancement projects.
- 1.9 To contribute for the promotion and accomplishment of the aforesaid causes through collaborative partnership with the Government, the District Authorities, the village panchayats, NGOs etc. including contributions to Prime Minister Relief Fund or any other fund setup by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, Scheduled Tribes, other backward classes, minorities and women.

The company may also collaborate with other companies, including Group Companies, Subsidiaries, Associates, affiliates etc. for undertaking CSR Projects/ programs. However, the same should be undertaken in such a manner that the CSR Committees of respective companies are in a position to report separately on such projects or programs.

The surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the Company.

2. Focus Areas:-

- 2.1 Education
- 2.2 Health care and family welfare
- 2.3 Sports & Culture
- 2.4 Social causes
- 2.5 Infrastructure development
- 2.6 Sustainable livelihood
- 2.7 Environment
- 2.8 Women Empowerment

3. Partners: Trust, NGO, Govt. Agencies, Employees

4. Terms of reference of CSR committee

Pursuant to Section 135 of the Companies Act, 2013 read with the Rules notified in this regard and as a responsible Corporate citizen, who believes in the Trusteeship concept and Triple Bottom Line accountability, the Company has proposed to constitute a Corporate Social Responsibility Committee (CSR Committee/the Committee) of the Board pursuant to the terms of reference as follows:-

- 4.1. Members of the Committee shall be appointed by the Board. The Committee shall comprise of at least 3 Directors out of which one Director should be an Independent Director.

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- 4.2. The members of the Committee shall attend the Committee meetings. However, the Committee may invite others to attend all or part of any meeting as and when appropriate or necessary.
- 4.3. The Board shall appoint any Member as the Chairman of the Committee and in the absence of the Committee Chairman, the remaining Members present shall elect one of themselves to chair the meeting.
- 4.4. The company secretary or their nominee shall act as the secretary to the Committee.
- 4.5. The quorum necessary for the transaction of business shall be at least 2 members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.
- 4.6. The Committee shall meet at least twice in each Financial Year at appropriate times.
- 4.7. Meetings of the Committee shall be summoned by the Secretary of the Committee at the request of any of its members. The notice of each meeting should confirm the venue, time and date together with an agenda of items to be discussed.
- 4.8. The Minutes of Committee meetings shall be circulated promptly to all members of the Committee and, once agreed, should be placed before the Board.
- 4.9. The CSR Committee shall discharge all functions/duties/responsibilities prescribed /to be prescribed from time to time by the Board including the following:
 - 4.9.1 The CSR Committee shall formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII, including any revision/amendment/alteration thereof from time to time, as and when required.
 - 4.9.2 The Committee shall be accountable to the Board and shall be entitled to sub-delegate any or all of the powers and authority delegated to it.
 - 4.9.3 The CSR Committee shall make following recommendations to the Board in pursuance of the declared CSR Policy of the Company:-
 - 4.9.3.1. To identify the Projects/Programmes to be undertaken by the Company from time to time.
 - 4.9.3.2 To recommend the amount of expenditure to be incurred on such Projects/Programmes/activities.
 - 4.9.3.3 To recommend to build CSR capacity of the Company's personnel as well as those of the implanting agencies, if any.



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- 4.9.4 The Committee shall identify and appoint/engage agencies/organisations, if required, to implement the CSR Projects/Programmes/activities of the Company, to carry on base line studies for implementation of such activities and also to carry on impact assessment studies of such Projects/Programmes/activities on the target area/group/population.
- 4.9.5 The Committee shall design the modalities of execution and implementation schedule of each CSR activity and further monitor the Investments made therein and the implementation thereof and report about their progress etc. to the Board from time to time.
- 4.9.6 The Committee shall ensure that the Company spends, in every financial year, at least two percent of the average net profits of the company made during the three immediately preceding financial years, in pursuance of the CSR Policy.
- 4.9.7 The committee shall review the annual report of the CSR activities and ensure that it forms part of the Company's Annual Report and displayed on the Company's website.
- 4.9.8 The Committee in order to efficiently discharge its function shall be authorised to seek any information it requires from any employee of the company and to obtain, at the Company's expense, outside legal or other professional advice on any matter within its terms of reference.

VIKRAM M THAPAR
CHAIRMAN