

CORPORATE SOCIAL RESPONSIBILITY POLICY

(Effective from 11th February, 2019)

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FCS PROPRIETARY

1. PREAMBLE

Corporate Social Responsibility has always been an integral part of FCS's vision. True to its tradition, FCS Software Solutions Limited ("FCS") is committed in letter and spirit to Corporate Social Responsibility. Since inception FCS believes that corporations must reach out to the society and help by improving the quality of education and healthcare through various community development programs. Corporate Social Responsibility in FCS is maturing to the level where it encompasses a gamut of activities to sustain social transformation in nearby localities.

2. CONSTITUTION OF CSR COMMITTEE

Keeping in line with Section 135 of the Companies Act, 2013 (hereinafter referred to as "Act"), the Board of Directors of the Company has formed a Corporate Social Responsibility Committee headed by Mr. Shayam Sunder Sharma, Independent Director of the Company, to inter alia carry out the following functions:

- (a) To formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating activities to be undertaken as specified in prescribed schedule;
- (b) To recommend the amount of expenditure to be incurred on the activities referred to in Clause (a);
- (c) To monitor Corporate Social Responsibility policy from time to time.

Composition of CSR Committee: CSR committee re-constituted by Board on Board Meeting held on 11th February, 2019:-

S. No.	CSR Committee Member	Designation	Role in the Committee
1.	Mr. Shayam Sunder Sharma	Independent Director	Chairman
2.	Mr. Shiv Nandan Sharma	Independent Director	Member
3.	Mr. Sunil Sharma	Executive Director	Member
4.	Mr. Mahendra Pratap Singh	Non-Executive Director	Member

3. RESPONSIBILITY OF BOARD OF DIRECTORS

The Board is responsible for:

- Approving the CSR policy as formulated by the CSR committee subject to necessary changes/ modifications as the Board may think fit.

- Ensuring that in each financial year the Company spends atleast 2% of the average net profit before taxation excluding profits arising from overseas branches made during the immediate proceeding financial years in accordance with the provisions of section 135 of the Act and the Rules notified thereunder.
- Ensuring that every financial year funds committed by the Company for CSR activities are utilized effectively.
- Disclosing in its Annual Report the names of CSR Committee members, the contents of the CSR policy and ensure annual reporting of its CSR activities on the Company website. Any other acts, deeds and things as may be required under law from time to time.

4. CSR PROGRAMS

The Company has also formed a registered society in the name of Lord Buddha Educational Society that is running medical college in Raipur.

LORD Buddha Educational Society running RIMS Hospital in Raipur since 2008 for welfare of poor and backward people in Raipur Chhattisgarh,

LORD Buddha Educational Society being a non-profit organization and working for health protection and medical education for the people of Raipur, Chhattisgarh. CSR being its prime objective, FCS first completes a thorough assessment to understand both the needs and assets of the community, for which it has to develop and run a program. Then it analyses the gap of existing programs and initiatives. Each program is then tailored to fit the needs and leverage the resources of the community in consultation with expert educators, local partners, and community members including parents and children.

5. VALIDITY

FCS CSR policy has been approved by the CSR committee on 11th February, 2019 recommended to Board.

The Board of Directors and/or the CSR Committee reserves the right to modify, alter or otherwise update the CSR Policy from time to time, and as it deems fit. The amended policy will be updated on the website as and when the amendments are undertaken. If there is any inconsistency between FCS CSR policy or Indian regulation on CSR spending, the requirements of the Indian regulation shall prevail. The Board of Directors or the CSR Committee shall modify, alter or update the FCS CSR Policy to ensure it meets the requirements of the regulation.

6. CSR BUDGET

CSR Committee will recommend the annual budgeted expenditure for each program to the Board for its consideration and approval and shall be approved on programs in accordance with CSR Policy.

The Surplus, if any, arising out of the CSR Programs will not form part of business profits of the Company.

For 2018-19 CSR committee recommend to Board the Annual budget for CSR activities should be 259,000/-.

7. IMPLEMENTATION

The CSR committee shall ensure that the CSR programs are implemented through one, few or all of the following methods:

- (i) Directly by the Company; and/or;
- (ii) A registered trust or a registered society established by holding/ subsidiary/ associate Company; and/or;
- (iii) or any other method as may be deemed appropriate from time to time or on a case to case basis.

8. REVIEW AND AMENDMENT OF CSR POLICY

The CSR Policy may be amended by the CSR Committee, as and when required, only with the approval of Board of FCS.

9. REGULATORY COMPLIANCE

The CSR policy may be changed to provide for the changes in laws or to make it complaint to the various applicable regulations.