

CORPORATE SOCIAL RESPONSIBILITY POLICY

Introduction:

For us, at D-Link India Limited (D-Link), Corporate Social Responsibility (CSR) encompasses engagements in socially relevant events for the under-privileged sections of the society.

D-Link believes in inclusive growth to facilitate creation of a value-based and empowered society through continuous and purposeful engagement of society around. Our commitment to CSR is focused on initiatives that make a constructive contribution to the community and encourage sustainable development.

The following policy has been formulated by the Corporate Social Responsibility Committee (CSR Committee) and adopted by the Board of Directors at its meeting held on August 23, 2014.

This policy shall be read in line with the provisions section 135 of the Companies Act, 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014 and such other rules, regulations, circulars, and notifications as may be applicable and as amended from time to time.

D-Link is committed to:

- Allocate atleast 2% of its average Net Profits made during the three immediately preceding financial years towards Corporate Social Responsibility projects, programmes and activities, as per the categories mentioned in Schedule VII of the Companies Act 2013;
- Transparent and accountable system for social development and conducting periodic assessments;
- Concentrate on community needs and perceptions through social processes and related infrastructure development;
- Provide special thrust towards community health, community development, education and environment through a process of social inclusion;
- Spread the culture of volunteerism through the process of social engagement.

Effective Date:

This policy shall be effective from the financial year beginning 1st April, 2014.

Definitions:

- Board means Board of Directors of the Company.
- Directors mean Directors of the Company.
- Committee means Corporate Social Responsibility Committee of the Company as constituted or reconstituted by the Board.
- Company means D-LINK (INDIA) LIMITED.

Constitution of the Corporate Social Responsibility Committee (CSR Committee):

The Corporate Social Responsibility Committee has been constituted at the Board Meeting held on May 19, 2014 in accordance with the provisions section 135 of the Companies Act, 2013.

The duties, functions and scope of the Committee:

- a) 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;
- b) selecting the various projects to be undertaken by the Company and recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and
- c) monitor the Corporate Social Responsibility Policy of the company from time to time.

The CSR Committee comprises of following Directors:

Sr. No.	Name	Position
1.	Mr. Anil Bakshi	Chairman
2.	Mr. Gary Yang	Member
3.	Mr. Tushar Sighat	Member
4.	Mr. Rajaram Ajgaonkar	Member
5.	Mr. Satish Godbole	Member

The Board of Directors has the power to reconstitute the Committee consistent with the Company’s policy and applicable statutory requirement.

Purpose of the Policy:

The following are the broad purposes of this policy;

- To define the kind of projects/ activities that will come under the ambit of CSR;
- To identify broad areas of intervention in which the company will undertake projects;
- To serve as a guiding document to help execute and monitor CSR projects;
- To identify partners for implementation of the CSR projects.

Objectives:

Activities for social and inclusive development

The Company shall undertake activities for economic and social development of communities and geographical areas, particularly in the vicinity of our operations. Such activities may include:

- Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water;
- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
- 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;

- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water;
- 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;
- Measures for the benefit of armed forces, war widows and their dependents;
- Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- 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;
- Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- Rural development projects;
- Slum area development;
- Promoting Healthcare including providing of medicines and required healthcare equipments to the Hospitals including the hospitals managed and run by various state governments and charitable trusts;
- Such other matter as may be prescribed.

The above list is illustrative and not exhaustive. The CSR Committee shall be authorized to consider CSR activities within the CSR rules framed by the Ministry of Corporate Affairs not falling in the above list. All activities under the CSR activities should be environment friendly and socially acceptable to the local people and Society.

Collaboration:

Collaborative partnerships may be formed with the Government, the District Authorities, the Village Panchayats, NGOs and other like-minded stakeholders. This helps widen the Company's reach and leverage upon the collective expertise, wisdom and experience that these partnerships bring to the table.

Corporate Social Responsibility Committee:

The Committee is responsible for the monitoring, implementation and review of this policy. The Corporate Social Responsibility Committee shall provide recommendations as and when it deems necessary to the Board so as to amend/ modify/ revise the CSR policy which meets the needs of the Company.

Implementation process:

The CSR Committee is entrusted with the duty of short listing the various projects. Accordingly, in consultation with the officers of D-link, the projects are finalized and acted upon. D-link representatives personally visit the villages and rural areas, actually communicate with the locals, understand their needs and requirements and sympathize with their problems. Based on the discussions and the urgency, the projects are prioritized.

The prioritized areas include Education, Sustainable Development, Health Care and other philanthropic and humanitarian activities amongst other areas. The company may spend the amount on the activities as mentioned in the schedule VII of the Companies Act, 2013 and amendment thereof.

The CSR Committee may either decide and recommend for spending the amount directly or through any recognized implementation agency such as trust, NGO, agency or society etc.

Spending limits:

All the expenditure relating to CSR shall be pre-approved by the CSR Committee. The CEO / CFO and MD of the Company shall jointly monitor the utilization of funds for the purposes set forth by way of following:

- Monthly review by the respective CSR location In-Charge to monitor the progress.
- Quarterly monitoring by the Location Head
- Yearly monitoring by the CSR Committee.
- Focused Audit and review by Internal /Statutory Auditor or Third Party experts.

The CSR expenditure proposal for any project / purpose above Rs. 10 Lakhs shall be duly recommended and pre-approved by the CSR Committee and informed to the Board of Directors.

The CSR Committee may from time to time allocate the CSR Budget separately and exclusively in the Annual Plan as the case may be for undertaking Welfare Activities under CSR.

Review of Expenditure

The expenditure on CSR activities is reviewed by the committee if necessary every 6 months including proper spending utilization of funds in the proposed scheme.

Upkeep and Maintenance of Assets Created

Maintenance of Assets created under CSR would be the Responsibility of the Company. Before any Capital investment is made, an undertaking would be taken from the representatives of local community that they would be responsible for maintenance of the Assets.

Documentation of CSR Activities

Annual audit of all activities undertaken by the company would be done by the competent Independent auditors. The CSR activities will be reflected in the Annual Report and Accounts of the Company under Social Overhead (CSR).

Information dissemination

D-Link's continuous activities and information relating to the same is disseminated on its website, www.dlink.co.in, in its Annual Report under 'Corporate Social Responsibility'.

Amendments:

The CSR committee will review the Policy from time to time based on changing needs and aspirations of the target beneficiaries and make suitable modifications, as may be necessary.