

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

Corporate Social Responsibility (CSR) is a means to balance economic, social and environmental objectives while addressing stakeholder expectations and enhancing shareholder value. It is a responsible way of doing business.

The objective of CSR framework at Nucleus is to encourage the stakeholders to have a more meaningful engagement with the business rather than the often-prevalent one-sided expectation driven engagement.

Your Company has set up Nucleus Software Foundation (NSF), a Trust for the purposes of undertaking CSR activities of the Company.

As per the CSR Policy, the objective of CSR will be achieved through concentrated and dedicated initiatives/projects encompassing the following identified core areas:

Education-

- To encourage the development of human capital of the country by expanding human capabilities through skills development, vocational training etc. and by promoting excellence in identified cultural fields.
- Including special education and employment enhancing vocation skills specially among children, women, elderly and differently abled and livelihood enhancement projects.
- providing basic computer based literacy programs for unprivileged children in nearby villages.
- Assisting in providing better infrastructural facilities to schools for construction/renovation/repair of hostels, school buildings, classrooms etc.

Health & Medical Care –

- Promoting preventive health care measures
- Assisting in providing better infrastructural facilities to Medical Centers/Hospitals/Dispensaries etc.
- Actively supporting healthcare programmes of nearby localities.

Community at large –

- Setting up homes and hostels for women, orphans, setting up oldage homes, daycare centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
- Promote employment opportunities for differently abled persons.
- Development of rural based projects

Environment

- Promote ecological balance, protection of flora and fauna, animal welfare, conservation of natural resources and maintaining quality of soil, air and water.
- Promoting recycling waste for energy production and installation of solar panels.

Your Company has set up Nucleus Software Foundation (NSF), a Trust for the purposes of undertaking CSR activities of the Company. This Foundation, established in 2014 as a Section 25 Company, works towards its stated mission: "Empowering underprivileged with essence of education and thereby better livelihood and better life".

The detail of the initiatives taken and work done by Nucleus Software Foundation during the year is provided in Directors' Report and in other sections of this Annual Report.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation /Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Yasmin Javeri Krishan	Chairperson, Independent Director	2	2
2	Prof Trilochan Sastry	Independent Director	2	2
3.	Mr. S. M. Acharya	Independent Director	2	-
4.	Mr. Parag Bhise	CEO & Executive Director	2	2
5.	Dr. Ritika Dusad	Executive Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.

 CSR Policy: <https://investor.nucleussoftware.com/files/CSRPolicyNucleus.zip>

 CSR Projects: <https://investor.nucleussoftware.com/CorporateSocialResponsibility.aspx>
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).

In pursuance of the sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014 the Impact assessment is *Not Applicable* on the Company, but the Company along with Nucleus Software Foundation has been conducting internal assessments to monitor and evaluate its strategic CSR programs.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy Rules, 2014) and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1	-	Nil	Nil

6. Average net profit of the Company as per section 135(5) : ₹ 87.51 crore

7. (a) Two percent of average net profit of the company as per section 135(5): ₹ 1.75 crore
 (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil
 (c) Amount required to be set off for the financial year, if any: Nil
 (d) Total CSR obligation for the financial year (7a+7b- 7c) : ₹ 1.75 crore

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ in crore)	Amount Unspent (in crore)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount.	Date of transfer	Name of the Fund	Amount (₹ in crore)	Date of transfer
1.75	Nil	NA	NA	Nil	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes / No)	(5) Location of the project.		(6) Project duration	(7) Amount allocated for the project (in crore)	(8) Amount spent in the current financial Year (in ₹ crore)	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹ crore)	(10) Mode of Implementation- Direct (Yes /No)	(11) Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration Number
1	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

Directors' Report

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5		6	7	8	
				State.	District.			Name	CSR registration number
1	Education of underprivileged kids (School for Underprivileged)	2	Yes	UP	Ghaziabad	0.13	No	Sandeepon music and educational trust	CSR00025187
2	Education for underprivileged Kids Learning centres for Remediation	2	No	Uttarakhand	Dehradun	0.15	No	Mountains children foundation	CSR00002578
3	Education for tribal kids (Educational quality improvement and remediation)	2	No	MP	Dewas, Khandwa, Mandla, Betul, Chhindwada	0.17	No	Parivaar	CSR00000052
4	Scholarships for Martyr kids	2	No	UP	Ghaziabad, Moradabad, Lucknow, Unnao, Meerut	0.15	Yes	Nucleus Software Foundation	CSR00013556
5	Remedial education at Government schools and local community centers	2	Yes	UP	Noida	0.08	No	Sandeepon music and educational trust	CSR00025187
6	Women empowerment Tailoring and Embroidery course	2	No	Tamil Nadu	Chennai	0.27	No	Sevai Karangal	CSR00020375
7	Teaching and learning material distribution for educational quality improvement	2	No	Madhya Pradesh, Uttarakhand, Uttar Pradesh	Dewas, Khandwa, Mandla, Betul, Chhindwada, Dehradun, Noida	0.23	Yes	Nucleus Software Foundation	CSR00013556
8	English Math remedial program design trainings and implementation (Shantanu, Manoj, Himanshu)	2	No	Madhya Pradesh, Uttarakhand, and Uttar Pradesh	Dewas, Khandwa, Mandla, Betul, Chhindwada, Dehradun, Noida	0.57	Yes	Nucleus Software Foundation	CSR00013556
Total 1.75									

(d) Details of CSR amount spent against Non ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
				State	District			Name	CSR registration number
Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

- (e) Amount spent in Administrative Overheads : ₹ 0.006 crore
 (f) Amount spent on Impact Assessment, if applicable: Nil
 (g) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 1.75 crore
 (h) Excess amount for set off, if any :

Sl. No.	Particular	Amount (₹ in crore)
(i)	Two percent of average net profit of the company as per section 135(5)	1.75
(ii)	Total amount spent for the Financial Year	1.75
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in crore)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	2020-21	0.06	0.06	Nil	Nil	Nil	Nil

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in crore)	Amount spent on the project in the for the preceding Financial Year (in crore)	Cumulative amount spent at the end of reporting Financial Year (in crore.)	Status of the project -Completed / Ongoing
1.	NA	Nil	Nil	Nil	Nil	Nil	Nil

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

- (a) Date of creation or acquisition of the capital asset(s) : NA
 (b) Amount of CSR spent for creation or acquisition of capital asset : NA
 (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : NA
 (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) :NA

11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5) : NA

Sd/-
 Mr. Vishnu R Dusad
 Managing Director
 Date: May 26, 2023
 Place: Noida

Sd/-
 Mrs. Yasmin Javeri Krishan
 Chairperson CSR Committee
 Date: May 26, 2023
 Place: New York