

SONATA



SONATA SOFTWARE

BUSINESS RESPONSIBILITY POLICY

1. Background

The Securities Exchange Board of India (SEBI) on 22nd December, 2015, notified SEBI (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2015 to be effective from 1st April, 2016. Vide this notification, SEBI amended Regulation 34 of the Listing Regulations, thereby requiring top five hundred listed companies (based on market capitalization of every financial year) to include Business Responsibility Report as a part of its Annual Report.

Sonata Software Limited (the “Company”) being one of the top five hundred listed company as per the criteria mentioned above, the Company has approved and adopted this Business Responsibility Policy (the “Policy”) at its meeting held on 29th May, 2017, being the effective date of the Policy

This Policy is based on principles laid down in the National Voluntary Guidelines on Social, Environmental and Economic responsibilities of a Business published by the Ministry of Corporate Affairs, towards conducting business by a company.

The key objective of this Policy is to ensure a unified and common approach to the dimensions of Business Responsibility across the Company and act as a strategic driver that will help the Company respond to the complexities and challenges that keep emerging and be abreast with changes in regulations.

The Policy is applicable to all Directors and Employees of the Company.

2. Implementation of the Policy

The Managing Director & CEO of the Company shall have the authority to oversee the implementation of this Policy. The Managing Director may take support of such functional heads and internal and external experts, which he may deem fit, for the effective implementation of the Policy. Foreign subsidiaries of the Company shall participate in the Policy to the extent required under the laws of the country of their operation.

The Executive Committee of the Board shall be the reviewing authority of this Policy, subject to the approval of the Board and may make suitable changes in this Policy from time to time, however, such alterations shall not be inconsistent with the provisions of any law for the time being in force.

3. POLICY

Company believes that the business excellence can be achieved only by doing business on sound sustainability principles that address the dimension of good governance as well as environmental and social responsibility. Company's Business practices would therefore be governed by the following guiding principles.

Principle 1: Ethics, Transparency and Accountability

The Company maintains highest standards of ethics while conducting the business activities. The Board of Directors and Senior Management strive and endeavor to set create necessary governance structures, procedures and practices to ensure ethical conduct at all levels. The Management aims at inculcating ethical behaviour by transparently communicating and allowing access to information about the decisions that impact relevant stakeholders.

The Company shall ensure that the disclosures made in business documents, statutory filings, declarations, etc. are true and correct. The Company has various policies like "Code of Conduct to Regulate, Monitor and Report Trading by employees and other Connected Persons", Determination of Materiality Policy, Vigil Mechanism Policy, Code of Conduct for Directors and Senior Management etc. to ensure ethics and good governance. The Company shall ensure that while conducting its business and dealing with the customers and other stakeholders it shall not engage in practices that are abusive, corrupt, or anti-competition. The Company being a listed Company, all the necessary disclosures required under various rules and regulations shall be made on a timely basis. The Company shall avoid, to the extent possible involvement in practices, either by itself or by any third party that are in violation of this Policy.

Principle 2: Safety and Sustainability

The Company shall ensure that its products and services comply with all applicable statutes and regulations. The social, environmental and economic factors, wherever applicable, shall be taken into account while conducting its business. The Company shall strive to raise consumer awareness through appropriate marketing communication. The instructions required for safe and optimum usage of the products/services shall be communicated to the customers.

The Company shall recognize that over-consumption results in unsustainable exploitation of our planet's resources, and therefore to promote sustainable consumption, the Company shall strive to minimize wastage and recycle resources, wherever possible .

The Company shall respect the rights of people who may be the owners of traditional knowledge and other forms of intellectual property, wherever relevant.

Principle 3: Wellbeing of all employees

The Company shall ensure that the right to freedom of association, participation, collective bargaining, and provide access to appropriate grievance are ensured to each and every employee. Appropriate grievance redressal mechanisms for employees shall be put in place to raise concerns or complaints. The Company has policies like Vigil Mechanism, Prevention of sexual harassment etc. which will ensure a safe work environment to all its employees. The Company shall create systems and practices to ensure a harassment free workplace where employees feel safe and secure in discharging their responsibilities.

The Company shall ensure equal opportunities at the time of recruitment as well as during the course of employment irrespective of caste, creed, gender, race, religion, disability or sexual orientation. Further there shall be no deployment of child labour, forced labour or any form of involuntary labour, paid or unpaid.

The Company shall take cognizance of the work-life balance of its employees, especially that of women. The Company shall provide facilities for the wellbeing of the employees including those with special needs.

The Company shall ensure awareness of these provisions to the employees and training them on a regular basis. Training would be provided for continuous skill and competence up-gradation of all employees by providing access to necessary learning opportunities, on an equal and nondiscriminatory basis. Shall promote employee morale and career development through enlightened human resource interventions.

Principle 4: Protection of Stakeholders interest

The Company shall constantly identify its internal and external stakeholders like employees, support staff and external stakeholders like shareholders, suppliers, consumers, government bodies including regulators, banks and financial institutions etc. and will continue to do so to ensure that the concerns of all its stakeholders are addressed. The Company values the support of its stakeholders and endeavours to safeguard the interest of all its stakeholders.

The Company acknowledges the responsibility and strives to be transparent about the impact of the policies, decisions, products & services and associated operations on the stakeholders. The website of the Company shall display all such policies and other relevant information from time to time to keep the stakeholders aware about position of the Company.

The Company shall ensure, while formulating any policy, that the interests of the stakeholders are not compromised. While conducting business, if the Company comes across stakeholders in underdeveloped areas, special attention shall be given to such stakeholders in ensuring their well-being.

The Company believes that while dealing with various stakeholders difference might arise, however the Company will always strive to resolve these differences with stakeholders in a just, fair and equitable manner.

Principle 5: Respecting and Promoting Human Rights

The Company shall strive to ensure that the human rights principles laid down in the Constitution of India, national laws and policies and the content of International Bill of Human Rights, as well as acknowledging that, human rights are inherent, universal, indivisible and interdependent in nature.

The principles of human rights shall be integrated in management systems, in particular by way of assessing and managing human rights impacts of operations, and ensuring all individuals impacted by the business have access to grievance mechanisms.

The Company shall recognize and respect the human rights of all relevant stakeholders, including that of its customers, depositors, shareholders, investors, public at large and the vulnerable and marginalized section of the society. The Company shall endeavour to promote the awareness and realization of human rights across its value chain.

Principle 6: Respecting and Protecting the environment

The Company understands its responsibility towards the environment and commits to be responsible towards utilizing natural and manmade resources in an optimal and responsible manner and ensure the sustainability of resources by reducing, reusing, recycling and managing waste. The Company shall taking measures to check and prevent pollution.

The Company shall strive constantly to improve environmental performance by adopting cleaner production methods, promoting use of energy efficient and environment friendly technologies and use of renewable energy, wherever possible.

The Company shall develop Environment Management Systems (EMS) and contingency plans, wherever applicable, and design processes that help in preventing, mitigating and controlling environmental damages and disasters, which may be caused due to our operations or that of a member of our value chain.

The Company would report the environmental performance, including the assessment of potential environmental risks associated with the operations, to the stakeholders in a fair and

transparent manner. The Company would proactively persuade and support the value chain to adopt the environment management systems.

Principle 7: Responsibility towards Public and Regulatory Policy

The Company recognizes that it operates within the specified legislative and policy frameworks prescribed by the Government, and hence considers its responsibility to ensure that if it has to pursue policy advocacy, it shall perform in a transparent and responsible manner while engaging with all the authorities and shall take into account the Companies as well as the larger national/industry interest.

If the Company engages in Policy advocacy it shall utilize to the extent possible, trade and industry chambers and associations and other such collective platforms to undertake the same.

Principle 8: Inclusive growth and equitable development

The Company understands the impact of inclusive growth and equitable development on social and economic development. Hence the Company is committed towards minimizing the negative impact on society, if any, being created by the Company in the course of its business.

The Company through its CSR and other community activities, shall continue to participate in activities related to environmental protection, supporting research and education programmes, promoting arts, crafts, culture, heritage etc., in ensuring the overall wellbeing of society. While doing so the Company shall make best efforts to prioritize and be sensitive to local concerns.

Principle 9: Engaging and Enriching Customer/Consumer Value

The Company shall constantly strive to provide services to its customers in a manner that creates value for the Company as well as the Customer. The Company shall ensure that while serving the needs of their customers, would not restrict the freedom of choice and free competition in any manner while designing, promoting and selling its products and services. The information shall be truthfully and factually disclosed, wherever applicable.

The Company shall ensure promotion and advertisements of our products do not mislead or confuse the consumers or violate any of the principles in these policies. The Company shall provide adequate grievance handling mechanisms to address customer concerns and feedback.

This policy is also supported by a series of existing policies, and the principles set out in this document are reflected in the existing policies and would be reflected in such other new policies that would be put in place from time to time, as relevant.

4. Amendments

This Policy shall be subject to review as may be deemed necessary by the Board of Directors