

CORPORATE SOCIAL RESPONSIBILITY POLICY

Revision Date: **24 March 2022**

Entity: VMware Software India Private Limited

Executive Owner: CSR Committee

Custodian: Marisa Schafer, Citizen Philanthropy, VMware Foundation

PREAMBLE

VMware Software India Private Limited (“**VMware India**”) is dedicated to innovating for a better future and driving impact towards our vision of a more sustainable, equitable, and secure digital future. We seek to foster a culture of service among VMware India’s employees by amplifying their passions and contributions to the global communities in which we live and work.

VMware India has drafted and adopted this Corporate Social Responsibility Policy (“**Policy**”) to govern and regulate the VMware India’s corporate social responsibility (“**CSR**”) activities as per the Companies Act, 2013 and the applicable rules made thereunder (“**Act**”).

SCOPE AND APPROACH

This Policy will apply to all CSR projects and programs of VMware India. VMware India selects the CSR programs based on the engagement levels of VMware employees with the particular non-profit non-Governmental organisation (“**NGO**”) and/or any particular CSR programs in conjunction with the VMware Foundation’s Citizen Philanthropy philosophy and VMware’s ESG Strategy.

GOVERNANCE

1. VMware India’s CSR programs are governed by the Board of Directors based on the recommendation from the CSR Committee. The CSR Committee shall have the duties and powers as set out in the Act. The CSR Committee is supported and advised by the CSR Sub-Committee (“**CSRS Committee**”). The CSRS Committee is chaired by one of the members representing the VMware Foundation in the CSRS Committee. Members of the CSRS Committee (other than the members nominated by the VMware Foundation) will be rotated on a regular basis; the tenure of members and number of members to be rotated in each cycle will be

determined by the Chairperson of the CSRS Committee in consultation with the CSR Committee.

2. The Board of Directors shall have the powers and duties as set out in the Companies Act, 2013 in general and in particular, they are authorised to approve and revise policies, governance structures, approve grants, monitor and review of the implementation of the CSR programs and its outcomes.
3. CSR Committee members shall review and make recommendations to the Board of directors on the matters set out above for which they would take the recommendations provided by CSRS Committee into account.

CSR PROGRAMS / PROJECTS

VMware India's CSR programs and projects will be in compliance with schedule VII of Section 135 of the Companies Act 2013 in general and in particular, in the areas and the communities in which VMware employees are actively participating through Service Learning.

NGOs considered for CSR funding shall have active FCRA registrations, although the same is not a mandatory condition and this is for the purpose of ensuring that VMware's CSR grants remain in strategic alignment with the NGOs with which VMware people engage through VMware's global Citizen Philanthropy programs.

FUNDING

VMware India will spend 2% of the average of the preceding three fiscal years' net profits to CSR programs and projects each fiscal year, provided VMware India falls within the scope of Section 135 of the Act. Further, VMware India does not sponsor any projects in whole unless specifically approved by the CSR Committee.

IMPLEMENTATION

The Annual Action Plan for implementation of the VMware India's CSR Programs is set out below:

- VMware has aligned its India CSR Grant program to its approach to Citizen Philanthropy. Through VMware Foundation Citizen Philanthropy programs, VMware amplifies the contributions of VMware people's time, talents, and resources to their nonprofits of choice. In turn, VMware's CSR grants support NGOs with which VMware people are engaged in the Indian community and natural disasters in geographies where VMware has a significant presence. Service Learning, a VMware program through which VMware people record their

time spent serving with their nonprofits of choice, is a flagship of Citizen Philanthropy and, therefore, the first filter for VMware India CSR grantees.

- VMware India applies additional screening to identify nonprofits in accordance with the provisions of the schedule 7 of the Companies Act 2013.
- CSRS Committee members review grant applications from relevant NGOs through an annual RFI and RFP process, recommending top-scoring NGOs and projects to the CSR Committee for review and approval. Grant recommendations and ongoing reporting are implemented with NGO recipients.

MONITORING

The Board and the CSR Committee shall institute a well-defined, transparent monitoring and evaluation mechanism to ensure that each CSR project and program has:

- i. Clear objectives for implementation;
- ii. Clear targets, timelines and measurable parameters and impact indicators; and
- iii. A progress monitoring and reporting framework that is aligned with the requirements of the Act and VMWare's requirements.

REPORTING

VMware India will monitor the progress of its CSR projects and expenditure and will report the impact of the same to the Board and the CSR Committee on a regular basis.

VMware India will report its CSR performance in its annual Board of Directors report as per the structure and format prescribed in the Act.

INTERPRETATION

Inquiries regarding this Policy will be addressed by the VMware Foundation and VMware Foundation's interpretation of this Policy shall prevail.