

### **Corporate Social Responsibility Committee ("CSR")**

The Terms of Reference ("TOR") of the the Corporate Social Responsibility ("CSR") Committee shall, *inter alia*, include the following:

1. 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 of the Companies Act and recommending it as appropriate to the Board for approval and adoption;
2. Identifying the areas of CSR activities for making expenditures in terms of CSR Policy adopted by the Company with the assistance from the management,;
3. Recommending the amount of expenditure to be incurred on the identified CSR activities as per the CSR Policy;
4. Identifying and prioritising the local areas where the Company operates for spending the amount earmarked for CSR activities, based on the recommendations of the management;
5. Ensure that the management co-ordinates with agency in implementing programs and executing initiatives as per CSR policy of the Company and also ensure periodic review of the performance of such agency;
6. Ensure institution of a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company;
7. Reviewing and recommending the annual report on CSR to the Board for inclusion in the Board's report every financial year;
8. reviewing the management reporting progress of various initiatives, including impact assessment report, and making appropriate disclosures on a periodic basis to the Board and such other authorities as may be required from time to time
9. Reviewing the CSR Policy and associated frameworks, processes and practices of the Company annually and making appropriate recommendations to the Board.
10. monitor the corporate social responsibility policy of the Company and its implementation from time to time;
11. the Corporate Social Responsibility Committee shall formulate and recommend to the Board an annual action plan in pursuance of its corporate social responsibility policy, which shall include the following:
  - a) the list of corporate social responsibility projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act 2013;
  - b) the manner of execution of such projects or programmes as specified in the rules notified under the Companies Act 2013;
  - c) the modalities of utilisation of funds and implementation schedules for the projects or programmes;
  - d) monitoring and reporting mechanism for the projects or programmes; and
  - e) details of need and impact assessment, if any, for the projects undertaken by the Company.Provided that the Board may alter such plan at any time during the financial year, as per the recommendation of its Corporate Social Responsibility Committee, based on the reasonable justification to that effect.