

ESG & CSR Committee

(ENVIRONMENTAL, SOCIAL AND GOVERNANCE AND CORPORATE SOCIAL RESPONSIBILITY
COMMITTEE)

Composition:

Position on the Committee	Name	Nature of directorship
Chairman	Mr. D S Brar	Non-Executive Promoter Chairman
Member	Mr. Keshav Gunupati Venkat Reddy	Non-Executive Non- Independent Director
Member	Mr. Gerhard Mayr	Non-Executive Independent Director

Terms of Reference:

Terms of reference related to CSR activities:

- a. Formulation of a Corporate Social Responsibility (CSR) policy for approval by the Board, indicating the thrust areas to be focused on for undertaking projects towards fulfilling its corporate social responsibility; the amount of funds to be spent in each year/over the next few years, the manner of allocation of funds for such areas; the manner of implementation of projects in the areas; monitoring and reporting mechanisms, etc.
- b. Reviewing the CSR policy from time to time and making necessary recommendations to the Board for any amendments thereof;
- c. Recommending the CSR activities to be undertaken by the Company in accordance with the CSR Policy approved by the Board, and allocating the funds to the activities;
- d. Identifying CSR policy partners and programs;
- e. Identifying and appointing the CSR team of the Company including its manager, wherever required;
- f. Instituting a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company;
- g. Instituting mechanisms for assessing the impact of select CSR programs; and
- h. Performing such other duties and functions as the Board may require the Committee to undertake to promote the CSR activities of the Company or as may be required under applicable laws.”

i.

Terms of reference related to ESG activities:

- a. To formulate, oversee, review, and assess the Company's ESG strategy and to consider and recommend policies, practices, etc. that conform with such strategy.
- b. To guide the Management in determining action plans in the areas of climate change, environmental protection and sustainability, human rights, employee health and safety, responsible business practices, enhanced governance, etc.
- c. To consider and approve budgets for supporting the finalized action plans.
- d. To determine and monitor metrics, systems, and procedures, as deemed necessary and appropriate, in respect of the ESG initiatives.
- e. To review the status, impact, and reports on the ESG initiatives carried out by the Company.
- f. To review the Company's engagement with stakeholders on ESG issues.
- g. To review and recommend Business Responsibility and Sustainability Reports of the Company as may be required to be filed with Regulatory authorities.
- h. To periodically report to the Board on ESG matters, including with respect to the Company's ESG strategy, initiatives, policies, performance, public disclosures, and engagement with stakeholders.
- i. To perform such other duties, tasks, and responsibilities relevant to the ESG matters from time to time as may be advised by the Board of Directors."