

Corporate Social Responsibility Policy



Zuberi Engineering Construction Private Limited

This Corporate Social Responsibility Policy (“The CSR Policy”) has been framed by **Zuberi Engineering Construction Private Limited (hereinafter referred as “ZECPL”)** in accordance with the Section 135, Schedule VII of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as 'the CSR Rules'), issued by the Ministry of Corporate Affairs as amended from time to time.

1. Company’s Philosophy for CSR Policy:

The Companies Act, 2013 has formally introduced the Corporate Social Responsibility to the dash board of the Indian Companies. ZECPL is much positive and appreciates the decision taken by the Government of India. Legal framework of CSR is an edge to Corporate Charitable/reformative approach towards the Society to which the Corporate is belonging to. By introducing the separate section for CSR in Companies Act, 2013, the Government has given legal recognition to their community development approach.

The management of the ZECPL expresses its willingness and support to the CSR concept, its legal framework and shall be abided to it.

2. Objective and Scope:

Objective- The main objective of the CSR Policy is to lay down guidelines for ZECPL to make CSR as one of the key focus areas. Though we are a construction company, we recognize the need for us as an organization, to act responsibly within the community. We undertake to be fully accountable for our actions, and to adequately impact-assess all of our activities, to ensure that we are not adversely affecting the environment, community, economy or culture in which we operate.

This Policy covers the proposed CSR activities/programmes to be undertaken by the Company and ensuring that they are in line with Schedule VII of the Act as amended from time to time. It covers the CSR activities which are being carried out in India.

Scope & Coverage- The CSR activities of the Company shall include, but not limited to any or all of the sectors/activities/projects/ programmes as may be prescribed by Schedule VII of the Companies Act, 2013 as amended from time to time. Further, the Company will review the sectors/activities from time to time and make additions/ deletions/ clarifications to the above sectors/activities.

3. Definitions

- i. Corporate Social Responsibility (CSR) means and includes but is not limited to: Projects or programs relating to activities specified in Schedule VII to the Companies Act, 2013 (‘Act’).
- ii. CSR Committee means the Corporate Social Responsibility Committee of the Board referred to in Section 135 of the Act.

- iii. CSR Policy relates to the activities to be undertaken by the Company as specified in Schedule VII to the Act and the expenditure thereon.
- iv. Net Profit means the net profit of the Company as per its financial statement prepared in accordance with the provisions of Section 198 and any other applicable provisions of the Act, but shall not include the following viz; Any profit arising from any overseas branch or branches of the Company, whether operated as a separate company or otherwise and Any dividend received from other companies in India, which are covered under and complying with the provisions of Section 135 of the Act.

4. Corporate Social Responsibility Committee:

Constitution- Pursuant to the provisions of Section 135 (9) of the Act, where the amount to be spent by a company does not exceed Rupees Fifty Lakhs, the requirement for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of Company. Therefore, the Board does not constitute the CSR committee and all the functions related to CSR committee are discharged by the Board of Directors of the Company in accordance with the requirements of the Act.

The Board of Directors of the Company may constitute the Committee, as and when required to do so, by following the sections, sub-sections, rules, regulations, notifications issued or to be issued, from time to time, by the Ministry of Corporate Affairs or the Central Government of India.

5. CSR Programmes-

The Company has identified the following thrust areas around which the Company shall be focusing its CSR initiatives/programmes:

- i. Eradicating hunger, poverty and malnutrition, ["promoting health care including preventive health care"] and sanitation [including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water;
- ii. promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
- iii. promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
- iv.
- v. ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and

maintaining quality of soil, air and water [including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga];

- vi. protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts;
- vii. measures for the benefit of armed forces veterans, war widows and their dependents, [Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows];
- viii. training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports;
- ix. contribution to the prime minister's national relief fund [or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund)] or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- x. (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and

(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs);
- xi. rural development projects;
- xii. slum area development.

Explanation - For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force;

- xiii. disaster management, including relief, rehabilitation and reconstruction activities;
- xiv. Any other project as may be specified under Schedule VII of the Companies Act, 2013, from time to time.

6. CSR Expenditure:

- i. It will be the Company's endeavour to spend in every financial year, two percent of its average net profits during the three immediately preceding financial years (or such other limit as may be prescribed under the Act), on CSR Programmes in pursuance of this Policy.
- ii. The CSR expenditure will include all expenditure, direct and indirect, incurred by the Company on CSR Programmes undertaken in accordance with this Policy and the administrative overheads shall not exceed five percent of total CSR expenditure of the company for the financial year.
- iii. Any surplus arising out of the CSR Programmes shall not form part of the business profit of the company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account of the Company and spent in pursuance of the CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within such period and with such terms and conditions as may be prescribed under Section 135 of the Act read with relevant rules applicable.
- iv. If CSR expenditure in a financial year exceeds the statutory limit, such excess may be set-off against CSR expenditure for the next three financial years with the approval of the Board.
- v. The CSR amount may be spent by the Company for creation or acquisition of a capital asset in accordance with the Act and the CSR Rules.
- vi. In case any unspent amount is arising in any financial year out of the CSR Programmes, other than ongoing Programmes, such unspent amount shall be transferred within six months from the end of the financial year to a fund specified in Schedule VII of the Companies Act, 2013 or to such specific fund as may be prescribed from time to time for this purpose under the Act and the CSR Rules and the reasons for not spending the amount to be specified by the Board in Boards' Report.
- vii. Where the unspent amount is in respect of any ongoing CSR Programmes, the company shall within thirty days from the end of the financial year (or such other period as may be specified) transfer such unspent amount to a separate account called "Unspent Corporate Social Responsibility Account" to be opened in any scheduled bank by the Company for that financial year. The company shall utilize such unspent amount for the ongoing projects within a period of three financial years from its transfer, failing which such amount shall be transferred to a fund specified in Schedule VII of the Act or to such specific fund as may be prescribed from time to time for this purpose under the Act or Rules framed there under within 30 days from the end of the third financial year.
- viii. The Company may collaborate or pool resources with other entities to undertake CSR Programmes.

7. Annual CSR Action Plan:

Every year, the Board will place an annual CSR Action Plan (hereinafter referred to as 'CSR Plan') delineating the CSR Programmes to be carried out during the financial year, including the budgets thereof, their manner of execution, implementation schedules, modalities of utilization of funds, and monitoring & reporting mechanism for the CSR Programmes. The Board will consider and approve the CSR Plan with such modification that may be deemed necessary; the CSR Plan may also be modified by the Board during the financial year.

8. Disclosure of the Policy:

The CSR Policy as approved by the Board of Directors of the Company shall be posted on the Company's corporate website www.zuberiengg.com and web link thereto shall be disclosed in the Board's Report of the Company.

9. Implementation:

The Company's CSR Programmes will be implemented:

- i. Directly by the Company; or
- ii. through a Company established under section 8 of the Act, or registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961 (43 of 1961), established by the Company, either singly or along with any other Company; or
- iii. a Company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or
- iv. any entity established under an Act of Parliament or a State legislature; or
- v. a Company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

The Company may also collaborate with other companies or institutions for undertaking CSR Programmes in accordance with the CSR Rules.

In case CSR Programmes are implemented through external agencies or Trusts, the programmes to be undertaken by those agencies or Trusts will be specified, and it will be ensured that such programmes are covered in the Objects laid down in the respective Trust Deeds / Memoranda and Articles of Association of the external agencies / Trusts.

10. Impact Assessment:

- i. Details of need and impact assessment, if applicable, for the projects undertaken by the Company will be included in the Annual Action Plan.
- ii. If the Company has an average CSR obligation of ten crore rupees or more, in the three immediately preceding financial years, it shall undertake impact assessment, through an independent agency, of their CSR projects having outlays of one crore rupees or more, and which have been completed not less than one year before undertaking the impact study.
- iii. The impact assessment reports if applicable shall be placed before the Board and shall be annexed to the annual report on CSR.
- iv. Impact assessment, if applicable, may be booked as the expenditure towards Corporate Social Responsibility for that financial year, which shall not exceed five percent of the total CSR spend for that financial year or INR Fifty lakh, whichever is less.

11. Monitoring:

It will be the responsibility of the CSR Committee or the Board of Directors of the Company (as the case may be applicable) to monitor periodically the implementation of the projects / programs / activities under this Policy and to ensure compliance of the provisions related to CSR mentioned in the Act and the Rules from time to time. The progress of CSR initiatives and activities will be reported by the CSR Committee to the Board or by any director to the Board of Directors of the Company (as the case may be applicable) on a regular basis.

12. Review and Amendments in the Policy

Any subsequent modification/amendment in the Policy may be carried out by the Board of Directors of the Company. The Policy will be subject to change as per the Act, the Rules, other applicable laws, rules, regulations and government guidelines.

Note-This policy has been approved by the Board of Directors of the Company at their meeting held on 05th April 2021.