

CORPORATE SOCIAL RESPONSIBILITY POLICY (“CSR POLICY”)

COMPOSITION OF THE CSR COMMITTEE

Sl. No.	Name	Designation	Designation in Committee
1	Mr. Ramesh Murlidharrao Mohite (DIN: 08075052)	Managing Director Professional Executive	Chairman
2	Mr. Venkata Srikanth Alla (DIN: 10809664)	Director Promoter Executive	Member

CONTENTS

1. CONTEXT
2. COMPANY PHILOSOPHY FOR CSR POLICY
3. DEFINITIONS
4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE
5. COMPLIANCE AND REPORTING TO BOARD
6. CSR ACTIVITIES
7. BUDGET FOR CSR ACTIVITY & CSR EXPENSES
8. IDENTIFICATION OF ACTIVITIES/PROJECTS
9. IMPLEMENTATION PROCESS
10. ORGANIZATIONAL RESPONSIBILITY
11. MONITORING BY THE BOARD
12. CONTACT
13. POLICY REVIEW
14. DISCLOSURE

1. CONTEXT

1.1. This Corporate Social Responsibility Policy (“CSR Policy”) has been framed by MARLIN INFRASTRUCTURES PRIVATE LIMITED (“Company”) in accordance with the Section 135, Schedule VII of the Companies Act, 2013 (“Act”) and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (“Rules”) including any statutory modification or re-enactment thereof, for the time being in force.

1.2. The Policy shall apply to all the CSR programs and activities undertaken by the Company at various locations for the benefit of diverse sectors of the society.

2. COMPANY PHILOSOPHY FOR CSR POLICY

2.1. Our Company is very positive and appreciate the decision taken by the Government of India towards CSR. 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 the Act, the Government has given legal recognition to their community development approach.

2.2. Since it commenced its operations in India, our Company has placed great importance on acting as a responsible corporate citizen in the communities where it operates. Our Company may conceptualize programs which may address the needs of the community.

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

3. DEFINITIONS

3.1. “Act” means the Companies Act, 2013.

3.2 “Rules” means the (Corporate Social Responsibility Policy) Rules, 2014.

3.3. “Board of Directors” or “Board” shall mean the collective body of the Directors of the Company as constituted from time to time.

3.4. “Committee” means a Committee of Directors of the Company, as constituted from time to time under Section 135 of the Act and read with Rules.

4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Company has constituted Corporate Social Responsibility Committee (“CSR Committee”) as per Section 135(1) read with Rule 5 of the Rules comprising of following 2 [Two] Directors:

1. Mr. Ramesh Murlidharrao Mohite - Chairman

2. Mr. Venkata Srikanth Alla - Member

The CSR Committee from time to time shall delegate all such functions and authorise the Board to discharge functions as per CSR Policy of the Company.

Responsibility of the CSR Committee:

- (i) formulate and recommend to the Board, a Corporate Social Responsibility Policy (“CSR Policy”) which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act and the rules made thereunder, and monitor the implementation of the same from time to time, and make any revisions therein as and when decided by the Board;
- (ii) identify CSR Policy partners and CSR Policy programmes;
- (iii) review and recommend the amount of expenditure to be incurred on the activities referred to in and the distribution of the same to various CSR programs undertaken by the Company;
- (iv) delegate responsibilities to the CSR team, if any, and supervise proper execution of all delegated responsibilities;
- (v) review and monitor the implementation of CSR programmes and issuing necessary directions as required for proper implementation and timely completion of CSR programmes;
- (vi) assistance to the Board to ensure that the Company spends towards the CSR activities in every fiscal, such percentage of average net profit/ amount as may be prescribed in the Act;
- (vii) providing explanation to the Board if the Company fails to spend the prescribed amount within the financial year;
- (viii) providing updates to our Board at regular intervals on the CSR activities;
- (ix) any other matter as the CSR Committee may deem appropriate after approval of the Board or as may be directed by the Board, from time to time; and
- (x) exercise such other powers as may be conferred upon the CSR Committee in terms of the provisions of Section 135 of the Act.

5. COMPLIANCE AND REPORTING TO BOARD

The Committee is responsible to undertake CSR activities as per the approved CSR Policy and Annual Action Plan. A detailed report containing the implementation schedule, total budget allocated, actual expenses incurred, surplus arising, if any, result achieved, further work to do in the concern CSR activity, recommendation for the CSR activities for next year etc. should be placed before the Board for its consideration.

6. CSR ACTIVITIES

Pursuant to Section 135, Schedule VII of the Act and the Rules made thereunder, the Committee has approved the following activities as “CSR Activities” to be undertaken under the CSR Policy of the Company. The Board has reviewed the said activities and express its consent to the Committee to pursue the said activities under CSR Policy of the Company issued/to be issued from time to time.

CSR Activities:

- (i) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh 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) 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;
- (v) 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 arts and handicrafts;
- (vi) 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;
- (vii) Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- (viii) 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 Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- (ix) (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 Rural development projects."

(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);

- (x) rural development projects;
- (xi) 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.

(xii) disaster management, including relief, rehabilitation and reconstruction activities.

7. BUDGET FOR CSR ACTIVITY& CSR EXPENSES

The Company shall allocate the budget for CSR activities. The minimum budgeted amount for a financial year shall be 2% of the average net profits of three immediately preceding financial years. The Company may allocate more fund/amount than the amount prescribed under Section 135 of the Act, for the CSR activities for any financial year.

The Committee shall calculate the total fund for the CSR activities and recommend to the Board for the approval.

The Board shall approve the total fund to be utilized for CSR activity for respective Financial Year.

8. IDENTIFICATION OF ACTIVITIES/PROJECTS

Out of approved CSR activities, the Committee shall decide which activity/project should be given priority for the respective financial year. While arriving at the decision of the activity to be undertaken for the respective year, the Committee shall analyse the basic need of the community/ area in which the Company operates or at the place where its registered office is situated, and the Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for CSR Activities.

9. IMPLEMENTATION PROCESS

After prioritization of the activity, the Committee shall finalize the detailed implementation project/programme, including planning for expenses against the total budget allocated for CSR activities.

9.1. CSR program may be undertaken by our Company in areas selected for interventions. Our Company will choose to undertake need assessments as and when, it deems necessary.

9.2. Our Company may encourage employees for volunteering in community service.

9.3. The time period/duration over which a program will be spread, will depend on its nature, extent of coverage and the intended impact of the program.

9.4. Our Company may enter into partnerships with the Government, business partners and communities to create multiplier effect on its social and environment projects.

9.5. The mode of implementation of CSR Programs may include a combination of direct implementation and partners such as Central Government, State Government, training institutes, NGOs, business partners, registered societies, registered trusts, agencies, etc. Our Company will select its activity partners after appropriate due diligence.

9.6. Our Company may also implement the CSR Programs through registered trust/foundation/society/company set up by our Company or its holding or subsidiary or associate company under Section 8 of the Act or through other registered trust/society/company having an established track record in undertaking the projects or programs proposed to undertaken by our Company.

9.7. Our Company may use the services of internal teams, expert agencies, consultancy firms etc., wherever required, for carrying out base line surveys, guidance on project design and implementation, due diligence of implementation partners, impact assessment surveys, etc.,.

10. ORGANIZATIONAL RESPONSIBILITY

At organizational level for implementation of agreed CSR Activity, the Committee may constitute an implementation team or authorize any of the Department of the Company to organize the implementation of the CSR activity.

The team or respective department shall monitor the implementation process from time to time, on behalf of the CSR Committee and place a report to the Committee regarding the progress of the activity implementation.

The respective department or implementation team would be responsible for reporting of any irregularity noticed, to the Committee on immediate basis.

Our Company will establish an accounting system to ensure proper accounting of CSR spends.

Reporting Framework/Disclosure Clause

The CSR Team will monitor progress of CSR Projects and CSR Spend and report to the CSR Committee at regular intervals.

Our Company will report CSR performance in its Annual Report as per the structure and format prescribed in the notified CSR Rules.

11. MONITORING BY THE BOARD

The Board of the Company will be responsible for:

11.1. the approval of the CSR Policy and Annual Action Plan;

11.2. disclosing the content of the Policy in its report and ensuring its placement on Company's website in such a manner as prescribed Section 135 of the Act read with the Rules;

11.3. ensuring that the social projects included in the Policy are undertaken by Company.

11.4. that Company spends, in every financial year, at least 2 percent of the average net profits made during the three immediately preceding financial years;

11.5. ensuring that Company gives preference to the local areas around its operations for spending the amount earmarked for CSR Projects;

11.6. ensuring that it specifies the reasons in its report for not spending the earmarked amount in case it is unable to spend such amount;

11.7. surplus arising out of the CSR Projects or Programs or Activities shall not form part of the business profit of Company;

11.8. ensure that administrative overheads shall not exceed the prescribed limits under the Act for the total CSR expenditure of the Company for the financial year.

12. CONTACT

For queries related to the CSR Policy, please write to us at info@marlininfra.com.

13. POLICY REVIEW

The Board of the Company shall review and amend the CSR Policy on a "need basis", from time to time, subject to the recommendations of CSR Committee.

14. DISCLOSURE

The Company shall disclose this Policy on its website at www.marlininfra.com and a web link thereto shall be provided in the Annual Report.