

**KINGS INFRA VENTURES LIMITED****CHARTER OF****CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

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1. SCOPE OF THE COMMITTEE

The Corporate Social Responsibility (CSR) Committee (Committee) of Kings Infra Ventures Limited (Company) is constituted in line with Section 135 of the Companies Act, 2013 (Act) and Rules made thereunder as amended from time to time. The Committee shall identify and make recommendations to the Board of Directors (Board) in respect of the Company's CSR obligations.

2. COMPOSITION

- 2.1. The Committee shall have a minimum of three directors as members.
- 2.2. The Committee shall have at least one Independent Director amongst its members.

3. MEETINGS & QUORUM

- 3.1. All the members shall be present at the meetings of the Committee.
- 3.2. The Company Secretary shall be a permanent invitee to all the meetings of the Committee.
- 3.3. The Committee meetings shall be convened at least once in a year.

4. MINUTES

- 4.1. The Minutes of Committee Meetings shall be recorded and maintained in a separate and distinct minute book.
- 4.2. The Minutes of each committee meeting shall be noted and taken on record at the immediately succeeding Board Meeting.
- 4.3. The Minutes Book shall be preserved permanently and kept in the custody of the Company Secretary.

5. FUNCTIONS

The Committee shall act and have powers commensurate to its functions, as approved by the Board from time to time and as may be prescribed by applicable laws. The functions that shall be performed by the Committee, *inter alia*, include the following:





- 5.1. Formulating and recommending the CSR Policy of the Company to the Board.
- 5.2. Identify CSR activities under Schedule VII that need funding and recommend the amount of expenditure to be incurred in respect of those activities.
- 5.3. Monitoring and reviewing the CSR Policy from time to time.
- 5.4. Monitoring and ensuring that amount expended in respect of administrative overheads is within the prescribed threshold of five percent.
- 5.5. Formulating a transparent monitoring mechanism to oversee CSR projects and activities of the Company and thereby ensure its proper implementation.
- 5.6. To review the performance of the Company in the areas of CSR.
- 5.7. Carrying out such other functions as may be required by the Board or mandated by any statutory amendment, modification or notification as may be applicable or as may be necessary or appropriate for performance of its duties.

6. REPORTING

- 6.1. The Committee shall report periodically to the Board and thereby keep the Board informed of its developments.
- 6.2. This charter shall be displayed on the website of the Company.

7. REVIEW

- 7.1. The adequacy of this charter shall be subjected to periodic review by the Committee.
- 7.2. Recommendations may be made to the Board by the Committee with respect to any modification in the Charter, which may be the consequence of any statutory amendment or otherwise.
- 7.3. The Board shall take such steps as may be necessary for implementing the same.

