

Company: - DRN Infrastructure Private Limited

CSR Policy

1. Preamble

DRN Infrastructure Private Limited a company incorporated under the provisions of the Companies Act, 2013 having a CIN No. U45500KA2019PTC123860 and having registered office at #110, "NAYAK HOUSE" Dollars Colony Gokul Road Hubli Dharwad 580030 engages in the business of:-

- To deal in India or outside India, through Contracts with Various Government and Private Companies for the Construction, maintenance, development and felicitation of Projects in Irrigation, Water Supply, Buildings, Roads, Bridges, Tunnels, Dams and such related all kind of Infrastructure Projects which even extended to develop the Projects in Infrastructure segment by arranging funds, including Buildings, Road, water supply Projects and any kind of infrastructure project Under Concession agreements from Governments and also Operating maintaining them as required
- To deal in India or outside India, through Contracts with Various Government and Private Agencies for the Construction of Industrial Projects, Power Plants, Hospitality Projects & other related contraction and developmental projects.

DRN Infrastructure recognizes the impact it has on communities in which it operates and believes that it has a tremendous opportunity to change the lives of these communities and aims to be a trusted partner contributing to the social, economic and environmental progress of India. As part of its dedicated approach to create economic opportunity in the communities in which it operates, the Company has been contributing its time, expertise and resources to help communities and undertaking a series of initiatives that are locally relevant.

2. Governing Law:

As per the provisions of the Section 135 (1) of the Companies Act, 2013 every company (1) Every company having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year shall constitute a Corporate Social Responsibility Committee of the Board consisting of three or more directors, out of which at least one director shall be an independent director. [Provided that where a company is not required to appoint an independent director under sub-section (4) of section 149, it shall have in its Corporate Social Responsibility Committee two or more Directors.]

Further according to Section 135 (5) of the Companies Act, 2013 states that The Board of every company referred to in sub-section (1), shall ensure that the company spends, in every financial year, at least two per cent. of the average net profits of the company made during the three immediately preceding financial years or where the company has not completed the period of three financial years since its incorporation, during such immediately preceding financial years in pursuance of its Corporate Social Responsibility Policy and the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

Therefore, we confirm that the above stated provisions are applicable to our company.

3. Vision and Policy Statement: -

- Through sustainable measures, actively contribute to the social, economic and environmental development of the community in which the Company operates ensuring participation from the community and thereby create value for the nation.
- The CSR Committee will annually recommend the CSR programmes, activities and projects to the Board for its approval. The Board of Directors of the Company through its CSR Committee will plan and monitor the expenditure of CSR activities.

4. Definitions:

- a. **“Act”**: - Act means Companies Act, 2013.
- b. **“Board”**: - Board of Directors of the company.
- c. **“Corporate Social Responsibility”**: - means the activity undertaken by the company as decided in this policy according to the provisions of Act and the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.
- d. **“CSR Projects”**: - means projects approved and undertaken through this policy and in compliance with Act and Schedule VII of the Act.
- e. **“Net Profit”**: - means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely: –
 - (i) any profit arising from any overseas branch or branches of the company, whether operated as a separate company or otherwise; and
 - (ii) any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act:
- f. **“Policy”**: - means this CSR policy drafted herein.
- g. **“CSR Committee”**: - means committee constituted under the provisions of the Act.

5. CSR Activities/ Projects: -

The Committee has approved the wide range of following activities as “CSR Activities” to be undertake under the CSR policy of the Company. The Board of Directors has reviewed the said activities and express its consent to the Committee to pursue the said activities on priority/ need basis under CSR policy of the Company under section 135 of

the Companies Act, 2014, Schedule VII and other applicable rules, regulations, notifications etc., issued/to be issued from time to time.

1. Promoting Health & sanitation
2. Eradicating hunger, poverty and malnutrition
3. Making available the supply of drinking water
4. Promoting Education, vocation skills to children, women & differently abled people
5. Promoting Gender equality and women empowerment
6. Setting up of homes & hostels for orphans
7. Old age homes and day care centres for elders
8. Environmental sustainability, balance & protection
9. Clean Ganga Fund
10. Protection of national heritage, art & culture
11. Restoration of Historical places
12. Promotion of traditional handcrafts
13. Benefits for Following
 - a. War widows
 - b. Armed forces veterans
 - c. Para Military veterans
 - d. CRPF/ CPMF
14. Promoting rural sports, nationally recognised sports, Paralympic & Olympic sports
15. Contribution to PM Relief fund, National relief fund and other relief funds as may be notified by the Central/ State government from time to time.
16. Contributions to recognised COVID treatment funds.
17. Contributions to R&D projects in the field of Science, technology, engineering, medicine funded by CG or SG or PSU's.

6. CSR Committee: -

- a) The CSR Committee will be responsible for taking all decisions regarding implementation and execution of the Policy.

CSR committee will constitute with following directors

Sr. No.	Name of Director	Role in Committee
1.	Shri. Dinesh Ramachandra Nayak	Chairperson
2.	Smt. Deepa Dinesh Nayak	Member

Board of Directors of the Company may re-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. The Committee shall exercise powers and perform the functions assigned to it by the Board of Directors of the Company pursuant to section 135 of the Companies Act, 2013 and CSR Rules notified with regard thereto.

b) Responsibilities of CSR Committee: -

- To ensure effective implementation of policy

- To approve various projects under taken under Policy
- To review progress of projects started under policy
- To ensure compliance of policy in line with the Act
- To take proper actions to ensure spirit of the policy
- To ensure proper use of allocated budget by board towards CSR projects
- To submit review report to the board about CSR projects under taken, ongoing and future projects.
- Committee shall meet whenever there is necessary, but should meet at least twice in a year.
- Committee should allocate budget which is specified by the Board
- Committee must take prior approval of Board before starting any new project under policy.

7. Annual Spends and allocation: -

The company should not spend less than 2 % of the average net profit of last three financial years. If at any time company spends more than 2% of the average net profit of last three financial years then the excess amount spend by the company will be set off against the requirements under the Act up to immediate succeeding three financial years subject to approval of board of directors of the company.

If there are any surplus funds in the organisation during event of CSR projects the it shall be ploughed back to the CSR Project or company will transfer such fund to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of company.

8. Disclosure Policy and Reporting: -

The board should give true and correct view of CSR policy undertaken by the company in its board report to all its stakeholders.

The board of directors should report the projects implemented through CSR policy in its board report in format Annexure I of Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

9. Monitoring Policy: -

The Company recognises that monitoring is critical for assessment of the progress as regards timelines, budgetary expenditure and achievement of targets. Monitoring maybe done periodically with the help of identified key performance indicators, the periodicity being determined primarily by the nature of key performance indicators.

Monitoring will be done in project mode with continuous feedback mechanism, and recourse always available for mid-course correction in implementation, whenever required.

The performance of the Company's CSR activities would be monitored on the basis of their achievement of annual targets and the utilization of their annual budgets for the activities planned and the targets set for each year.

Implementation and monitoring of the CSR activities will be overseen by the CSR Committee. The monitoring and evaluation may be assigned by the CSR Committee to an independent external agency for the sake of objectivity and transparency.

If the projects are being implemented by external agencies, the Company may in consultation with CSR Committee designate special executives for this purpose.

10. Amendments: -

The board can amend the policy at any time considering views of CSR Committee, whenever board seems it necessary to amend the policy. The board will amend the policy to make this policy in line of compliance with Companies Act, 2013, whenever there will be any amendments and modifications in the Act.

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