

VUB ENGINEERING LIMITED*

CORPORATE SOCIAL RESPONSIBILITY (“CSR”) POLICY

Formulated on: February 13, 2016

**1st Amendment on: June 24, 2025

** VUB ENGINEERING LIMITED formerly known as V U B ENGINEERING LIMITED.*

***The Board of Directors of the Company at its Meeting held on June 24, 2025 modified the policy and approved.*

Preamble:

The Company intends to make a positive difference to society and contribute its share towards the social cause of betterment of society and area in which the Company operates. The Company also believes in the trusteeship concept. This entails transcending business interests and working towards making a meaningful difference to the society.

We, at VUB Engineering Limited (**the “Company”**) believe that creation of large societal capital is as important as wealth creation for our shareholders. As a responsible human organization, we are committed towards the above objective and are keen on developing a sustainable business model to ensure and activate our future growth drivers. In line with the regulatory expectations, we are putting in place a formal policy as a guide towards our social commitment going forward.

Policy Objectives:

The objective of the CSR Policy (**“Policy”**) is to lay down the guiding principles in undertaking various Programs and projects by or on behalf of the Company relating to Corporate Social Responsibility (**“CSR”**) within the meaning of section 135 of the Companies Act, 2013 (the **“Act”**) read with Schedule VII of the Act and the CSR Policy Rules 2014. (**“Rules”**)

Constitution, Composition and Activities/ Implementation of CSR Committee:

The Board of Directors (**“Board”**) of the Company has constituted a Corporate Social Responsibility Committee (**“CSR Committee or the Committee”**) as per the requirements of the Companies Act, 2013. The CSR Committee comprises of Three (3) Directors, out of which at least one director shall be an independent director.

The Committee shall identify programs/projects in which the CSR initiatives/ activities of the Company can be undertaken and recommend to the Board from time to time.

The Committee shall recommend to the Board, at the beginning of the Financial Year the amount to be spent on CSR activities for that Financial Year.

The Committee shall recommend to the Board the amount of expenditure to be incurred by the Company on CSR activities and the Board will ensure that the activities as are included in the CSR Policy are undertaken by the Company subject to and in accordance with the provisions of Section 135 of the Companies Act, 2013.

The programs/projects can be undertaken through Trust/NGO.

The Committee may invite such outside expert / consultant or any other person as it may deem fit for the purpose of CSR activities.

CSR activities may also be undertaken in collaboration with other Companies.

The Committee may also recommend allocation of certain portion of the CSR spend for some identified activities/projects.

The programs/projects which benefit only to the employees of the Company and their families shall not be considered for CSR activities.

The Committee shall endeavor for CSR capacity building of the personnel of the Company and / or of the institution carrying CSR activities of the Company and not more than 5% of the total CSR budget shall be spent on such CSR capacity building exercise.

CSR Initiatives:

In line with Schedule VII of the Act and the CSR Rules, the Company shall undertake CSR activities included in its Annual CSR Plan, as recommended by the CSR Committee at the beginning of each year. The Committee is authorized to approve any modification to the existing Annual CSR Plan or to propose any new program during the financial year under review.

Focus Areas:

For purposes of focusing its CSR efforts in a continued and effective manner, the following areas have been identified:

1. Promotion of education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
2. 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;
3. 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;
4. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
5. Promoting gender equality , empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
6. Measures for the benefit of armed forces veterans, war widows and their dependents;
7. Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;

8. Contribution to the Prime Minister National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, Scheduled Tribes, other backward classes, minorities and women;
9. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government.
10. Rural Development Projects.

Effects of Interpretations/Clarifications and Amendments on Projects/ Programs /Activities:

The objective of the policy is to act as a guideline for the Company in its endeavor to undertake socially relevant activities that will result in the overall objective of the Company to create societal capital/assets for the common good and the list of activities shall be interpreted in a manner that will advance the objective. The policy shall be deemed to have amended or modified to the extent of any modification/amendments or clarifications issued by the Central Government from time to time in relation to the CSR obligations of companies and shall be interpreted accordingly.

Execution of Projects/Programs:

The Company may undertake one or more projects or programs or activities provided in the CSR Policy either directly or through a Registered Trust or through a Registered Society or establish another Trust as per Bombay Trust Act, 1950 or even to collaborate with other entities. It can also acquire the services of experts in respective fields by appointing them as consultants in a particular program or project. Where implementation agencies are appointed for a particular project, the Company shall acquire the necessary skills to run the program on its own within 3-5 years from its implementation where it is a continuing program. While engaging a third party agency for implementing a project or program covered in the CSR policy, the CSR committee shall ensure that they have credible standing and experience in the respective fields for at least three preceding financial years.

CSR Expenditure:

- As per the provisions of Companies Act, 2013, the Board shall ensure that the Company spends in every financial year, at least 2% of the average net profits of the Company made during the three immediately preceding financial years.
- CSR Committee shall recommend the amount of expenditure project wise to be incurred annually to the Board for its consideration and approval.
- CSR expenditure shall include all expenditure including contribution to corpus, for projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee.

Monitoring of CSR Activities:

CSR committee of the Company will be responsible for the monitoring of various CSR projects or programs undertaken by the Company directly or indirectly. The committee shall ensure that;

- Company undertakes the CSR activities as provided in the CSR policy
- The projects/ programs are implemented as per the program approved by the Board
- The budget allocated for each of the project is utilized for the projects as per the approved plans.
- The budget allocated for each of the project is utilized for the projects as per the approved plans.
- Company shall provide necessary resources and human capital for implementation and the effective monitoring of the CSR projects and programs as may be directed by the CSR Committee. The services of any external agencies or persons who have experience in the same or similar projects or programs undertaken or proposed to be undertaken by the Company may also be made available for successful implementation and monitoring of the project.

Amendment of CSR Policy:

The CSR policy of the Company may be amended at any time by the Board of the Company on the Recommendation of the CSR committee.

Disclaimer:

The activities undertaken by the Company in pursuance of its normal course of business shall not be considered as CSR activities. The surplus arising out of the CSR projects or programs or activities shall not form part of the business profits of the Company.