

Cemindia Projects Limited

Terms of Reference of Corporate Responsibility Committee

The Committee shall act and have powers in accordance with the terms of reference, as approved by the Board from time to time, which shall include the following:

SN	Terms of Reference	Frequency
1	To define the Company's corporate and social obligations as a responsible citizen and oversee its conduct in the context of those obligations	A
2	To approve a strategy for discharging the Company's corporate and social responsibilities in such a way as to provide an assurance to the Board and stakeholders	Q
3	To oversee the creation of appropriate policies and supporting measures (including Public disclosure policy, Anti-money Laundering policy, Anti Bribery, Fraud & Corruption policies etc.) and map them to UNSDG and GRI disclosure standards	P
4	To identify and monitor those external developments which are likely to have a significant influence on Company's reputation and/or its ability to conduct its business appropriately as a good citizen and review how best to protect that reputation or that ability	Q
5	To review the Company's stakeholder engagement plan (including vendors/supply chain)	A
6	To ensure that appropriate communications policies are in place and working effectively to build and protect the Company's reputation both internally and externally	A
7	To review the Integrated Annual Report of the Company, as may be applicable	A
8	To review and direct for alignment of actions/initiatives of the Company with United Nations Sustainable Development Goals 2030 (UNSDG): (i) No poverty (ii) Zero hunger (iii) Good health & well being (iv) Quality education (v) Gender equality (vi) Clean water and sanitation (vii) Affordable and clean energy (viii) Decent work and economic growth (ix) Industry, Innovation and Infrastructure (x) Reduced inequalities (xi) Sustainable cities and communities (xii) Responsible consumption and production (xiii) Climate action (xiv) Life below water (xv) Life on land (xvi) Peace and justice strong intuitions (xvii) Partnerships for goals	A
9	To review sustainability and/or ESG and/or Climate reports or other disclosures such as ethical governance, environmental stewardship, safety performance, water and energy use etc. and similar communications to stakeholders on ESG initiatives and activities by the Company and ensure mapping of the same to GRI disclosure standards	A

10	To oversee strategies, activities and policies regarding sustainable organisation including environment, social, governance, health and safety, human talent management and related material issue and indicators in the global context and evolving statutory framework	A
11	To oversee ethical leadership, compliance with the Company's sustainability policy, sustainability actions and proposals and their tie-in with the Strategic Plan, interaction with different stakeholders and compliance with the ethics code	H
12	To oversee Company's initiatives to support innovation, technology, and sustainability	A
13	To oversee sustainability risks related to supply chain, climate disruption and public policy	H
14	To monitor Company's ESG ratings/scores from ESG rating agencies and improvement plan	H
15	To approve appointment of Chief Sustainability Officer after assessing the qualification, experience and background etc. of the candidate	P
16	To oversee the Company's: a) Vendor development and engagement programmes; b) program for ESG guidance (including Climate) to stakeholders and to seek feedback on the same and make further improvement programmes	Q
17	To provide assurance to Board in relation to various responsibilities being discharged by the Committee	H

Frequency : **A** Annually **Q** Quarterly **H** Half yearly **P** Periodically
