Concrete Sleepers ● Infrastructure

CORPORATE SOCIAL RESPONSIBILITY POLICY

Adopted by the Board on 17th September 2025

VISHAL NIRMITI LIMITED

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Concrete Sleepers ● Infrastructure

Policy on Corporate Social Responsibility

1. Introduction

Vishal Nirmiti Limited ("the Company") recognizes the importance of Corporate Social Responsibility (CSR) as a key component of sustainable development. The Company is committed to being a responsible corporate entity by integrating social, environmental, and economic concerns into its operations and interactions with stakeholders. This policy outlines the approach and focus areas for the Company's CSR activities in compliance with Section 135 of the Companies Act, 2013, and rules made thereunder and the scope of activities, functioning of the policy and adhering to all such mandates as required under the Act. (Companies Act 2013, rules and modifications/amendments made from time to time).

This policy shall apply to all CSR initiatives and activities taken up by the Company for the benefit of the society.

2. Definitions

"Act" means Companies Act, 2013 including any Statutory modification or re- enactment thereof.

"The Company" means Vishal Nirmiti Limited.

"Corporate Social Responsibility (CSR)" means the activities undertaken by a Company in pursuance of its statutory obligation laid down in Section 135 of the Act read with the Rules framed thereunder as amended from time to time.

"**Policy**" means this policy on Corporate Social Responsibility as amended from time to time.

"**CSR Committee"** means the activities undertaken by the Company in pursuance of its statutory obligation laid down in section 135 of the Act in accordance with the provisions contained in the CSR Rules.

"CSR Policy" means a statement containing the approach and direction given by the Board of the Company, taking into account the recommendations of its CSR Committee, and includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan.

"Employee" means employee of Vishal Nirmiti Limited (whether working in India or abroad).

"AWP" means Annual Work Plan.

3. Objective

The objective of this CSR Policy is to:

- Contribute positively to the social, economic, and environmental well-being of communities where we operate.
- Align CSR initiatives with the needs of society and our business values.
- Ensure that our CSR efforts are sustainable and measurable.

4. Applicability

This policy applies to the Company and covers all CSR activities undertaken by the Company in accordance with the statutory requirements of the Companies Act, 2013.

5. Focus Areas

The Company will focus on the following areas for its CSR initiatives:

1. **Eradicating Hunger, Poverty, and Malnutrition**: Providing meals and nutrition support to underprivileged communities and contributing to food security programs.
2. **Promoting Education**: Supporting educational programs, scholarships, and infrastructure development for schools in rural and underserved areas.
3. **Healthcare and Sanitation**: Organizing health camps, supporting medical research, and improving access to sanitation and clean water.
4. **Environmental Sustainability**: Promoting initiatives related to environmental conservation, renewable energy, and waste management.
5. **Skill Development**: Conducting skill development programs to enhance employment opportunities, particularly for youth and women.
6. 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 art and handicrafts.
7. **Gender Equality and Women Empowerment**: Promoting gender equality and supporting initiatives aimed at empowering women through education, employment, and entrepreneurship.
8. **Rural Development**: Undertaking infrastructure development projects in rural areas to improve living standards.
9. **Other Activities**: The Company may undertake any other activity apart from the above, if the same as specified in Schedule VII of the Companies Act, 2013, for the time being in force. The Company may also undertake any other activity apart from the above as specified or directed by the government from time to time. The Company shall give preference to local area and areas around the Company where it operates for spending the amount earmarked for CSR However, the Company shall never undertake an activity, which is not allowed for CSR activities under the Act or rules made thereunder.

   Contributing to government initiatives such as the PM's National Relief Fund or similar state and national programs for disaster relief, and any other areas as per the requirements of Schedule VII of the Companies Act, 2013.

6. CSR Committee

The Company has re-constituted a CSR Committee on 17/09/2025 comprising the following members:

Name of the Director	Position	Designation
DEEPAK KABRA	Chairman	Independent Director (Non-Executive Director)
TRUPTEE DIDVANIYA	Member	Independent Director (Non-Executive Director)
PAVAN TAPADIYA	Member	Managing Director

The CSR Committee will:

- The Committee must establish an Annual Work Plan ("AWP") for each year to ensure that all relevant matters are covered by the agendas of the meetings planned for the year. The AWP must ensure proper coverage of the matters laid out in the Charter.
- The Committee shall meet as often as needed to discuss the matters in accordance with the AWP and recommend CSR activities, programs, and the amount of expenditure to be incurred.
- Monitor the implementation and effectiveness of the CSR policy and activities.

7. CSR Budget

The Company will allocate a minimum of 2% of the average net profits made during the three immediately preceding financial years for its CSR activities. The funds will be utilized for projects that fall within the approved focus areas as defined in this policy.

8. Implementation and Monitoring

- Approve CSR projects and ensure that they meet statutory requirements.

- The specific CSR activities proposed to be undertaken by the Company shall be identified and recommended by the Committee.

- The CSR Committee shall formulate and recommend an annual action plan in pursuance of the Policy providing such details as prescribed in the Act and rules made thereunder.

- The CSR Committee shall monitor transparently the progress of the CSR activities/projects/programs undertaken by the Company.

- The Board shall satisfy itself that the funds so disbursed have been utilized for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect

  In case of an ongoing project, the Board shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period as provided in the Act and rules made thereunder.

- Monitor project implementation through field visits, reports, and third-party assessments if required.
- Ensure that the projects are aligned with the objectives and values of the Company.

9. Reporting and Disclosure

The Company will include a report on CSR activities in its Annual Report and disclose the details of the CSR policy on its website, as required by law. The report will include information on the projects undertaken, the amount spent, and the impact of the initiatives.

10. Amendments

The Board of Directors, upon recommendation from the CSR Committee, may revise or amend this CSR policy as may be required from time to time to reflect changes in regulatory requirements or the Company's objectives.