

The logo watermark is a large, light blue circular emblem. Inside the circle is a stylized red 'V' shape with a red 'S' above it, forming a monogram. The text 'VIBHOR STEEL TUBES LIMITED' is overlaid in red, bold, uppercase letters across the center of the logo.

VIBHOR STEEL TUBES LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY

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1. PREFACE

In the year 2014, the Companies Act, 2013 was introduced and simultaneously with it the concept of Corporate Social Responsibility was introduced to the Corporate India. The Corporate Social Responsibility concept in India is governed by Section 135 of the Companies Act, 2013 and Rules made thereunder wherein the criteria has been provided for assessing the CSR eligibility of a company, Implementation and Reporting of their CSR Policies.

The company's vision already includes its commitment towards the CSR and contribution as a socially responsible company. As a corporate entity, the Company recognizes that its business activities have wide impact on the societies in which it operates.

2. DEFINITIONS

The words in the Policy shall have the same meaning as defined under the Companies Act, 2013 and Rules thereto or any modifications/substitution thereto.

“Act” means Companies Act, 2013 including any Statutory modification or re-enactment thereof;

“Board” means Board of Directors of the Vibhor Steel Tubes Limited.

“Corporate Social Responsibility” generally means and includes but it is not limited to: Projects or programs relating to activities specified in Schedule VII of the Act; or Projects or programs relating to activities undertaken by the Board in pursuance of recommendations made by the CSR Committee as per CSR policy of the Company subject to the condition that such policy includes the subject covered under Schedule VII of the Act.

“CSR Committee” means Corporate Social Responsibility Committee of the Board.

“CSR Policy” refers to activities to be undertaken by the Company as determined by the CSR Committee and approved by the Board of Directors from such projects or programmes relating to activities specified in Schedule VII or covered as Corporate Social Responsibility as per this policy and the expenditure thereon, excluding activities undertaken in pursuance to normal course of business of the Company.

“Employee” means every employee of the Company (whether working in India or abroad).

3. OBJECTIVE

The main objective of CSR policy are

- to make CSR a key business process for sustainable development of the society.
- to comply with the requirements of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules 2014.

4. AREAS TO BE COVERED UNDER CSR POLICY

To attain its CSR objectives in a professional and integrated manner, followings are the activities which shall be carried out by the Company, in accordance with the provisions of Section 135 of the Companies Act, 2013 (hereinafter referred to as "the Act"), Schedule VII of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as "the Rules"):

1. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
2. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
3. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
4. 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 including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
5. 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;
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's national relief fund or any other fund set up by the central govt. for socio economic development and relief and welfare of the

schedule caste, tribes, other backward classes, minorities and women;

9. Contribution to incubators funded by Central Government or State Government or any agency or Public Sector Undertaking of Central Government or State Government, and contributions to public funded Universities, Indian Institute of Technology (IITs), National Laboratories and Autonomous Bodies (established under the auspices of Indian Council of Agricultural Research (ICAR), Indian Council of Medical Research (ICMR), Council of Scientific and Industrial Research (CSIR), Department of Atomic Energy (DAE), Defence Research and Development Organisation (DRDO), Department of Science and Technology (DST), Ministry of Electronics and Information Technology) engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).
10. Rural development projects
11. Slum area development.
12. For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.
13. Disaster management, including relief, rehabilitation and reconstruction activities.
14. Any other activity falling under the scope of Section 135 of Companies Act, 2013 and rules and amendment made there-under, with the approval of Board of Directors on the recommendation of CSR Committee

Exclusions:

- i) The CSR activities shall be undertaken as stated in this Policy, as projects or programs or activities (either new or on-going), excluding activities undertaken in pursuance of its normal course of business.
- ii) The CSR activities which are exclusively for the benefit of the company's employees or their family members shall not be considered as CSR activity
- iii) The CSR projects or programs or activities undertaken outside India shall amount to CSR expenditure
- iv) One-off events such as marathons/ awards/ charitable contribution/ advertisement/sponsorships of TV programmes etc.
- v) Expenses incurred by companies for the fulfillment of any Act/ Statute of regulations (such as Labour Laws, Land Acquisition Act etc.)
- vi) Contribution of any amount directly or indirectly to any political party shall not be considered as a CSR activity.

5. CONSTITUTION OF THE COMMITTEE

The Board of directors of the Company (the "Board") in their meeting held on 21st September, 2023 has passed the resolution regarding constitution of a committee to be known as the "CSR Committee".

The members of the CSR Committee shall be appointed by the Board from amongst the Directors of the Company and shall consist of at least three Directors; "out of which at least one director shall be an independent director."

The Board shall appoint a chairman of the CSR Committee (the "Chairman") and shall decide his or her period of office.

The Board shall regularly review the membership of the CSR Committee to ensure that membership is refreshed and undue reliance is not placed on particular individual as regards membership of the CSR Committee and other Board committees. Any vacancy to the CSR Committee shall be filled by the Board.

The CSR Committee may invite the other person as it thinks fit, to advice and/ or to join meetings of the CSR Committee as and when required notwithstanding that they are not members of the CSR Committee.

Following are the first members of the CSR Committee of the Company:

Name of Director	Position in the Committee	Designation
Ms. Pratima Sandhir	Chairman	Whole-time Director
Mr. Vikram Grover	Member	Independent Director
Mr. Shiv Kumar Singhal	Member	Independent Director

6. ROLE & RESPONSIBILITY OF CSR COMMITTEE

The Corporate Social Responsibility Committee shall—

- a. formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company in areas or subject, specified in Schedule VII
- b. recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and
- c. monitor the Corporate Social Responsibility Policy of the company from time to time.

The CSR Committee shall institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the company.

7. IMPLEMENTATION OF CSR

1. Every applicable year, the CSR Committee will place for the Board's approval, a CSR Plan delineating the CSR Programmes to be carried out during the financial year and the specified budgets thereof.
2. The Board will consider and approve the CSR Plan with or without any modification that may be deemed necessary.
3. The Company may execute the task of implementation of the CSR Plan either itself or through such persons or bodies as it may deem fit.
4. The CSR Committee will assign the task of implementation of the CSR Plan within specified budgets and timeframes to such persons or bodies as it may deem fit.
5. The persons/bodies to which the implementation is assigned will carry out such CSR Programmes as determined by the CSR Committee within the specified budgets and timeframes and report back to the CSR Committee on the progress thereon at such frequency as the CSR Committee may direct but not more than six months of the last meeting held.
6. The CSR Committee shall review the implementation of the CSR Programmes periodically and keep the Board apprised of the status of the progress of implementation of the approved CSR Programmes.
7. Finally at the end of every financial year, the CSR Committee will submit its report to the Board.

Main objectives of the Trust aligned with the overall CSR strategy of the Company and the provisions of the Section 135 of the Companies Act, 2013 and Rules thereto

8. ALLOCATION OF FUNDS

The corpus for the purpose of carrying on the aforesaid activities would include the followings:

- At least 2% of the average Net Profit made by the Company during immediately preceding three Financial Years in accordance with the provisions of sub section (5) of section 135 of the Act.
- any income arising there from.

9. CSR EXPENDITURE

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 the CSR Committee, but does not include any expenditure on any item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Companies Act 2013.

The expenditure incurred on CSR activities shall not be deemed to an expenditure incurred by the assessee for the purposes of the business or profession under Income Tax Act 1961.

10. REPORTING PROCEDURES

- a) The CSR Committee shall:
 - i. Endeavor to meet at least twice in a financial year.
 - ii. Report to the Board on the proceedings of each meeting held by the Committee on all matters within the scope of its duties and responsibilities;
 - iii. Make necessary recommendations to the Board whenever it deems appropriate on any area within its ambit where action or improvement is required;
 - iv. Report on its responsibilities and activities during the year in a CSR Report to be published at the same time as the Company's annual report and accounts;
 - v. Include in the Annual Report about the implementation of CSR activities including physical and financial process.
- b) Reflect the CSR activities in the annual accounts of the Company.
- c) Disclose/ display the contents of this CSR policy on the website of the Company.
- d) The Board's Report of the Company to include an annual report on CSR containing particulars specified in the annexure to the rule pertaining to a financial year in which the CSR expenditure takes place.

11. AUTHORITY FOR APPROVAL & ALTERATION

The Board shall have the authority for approval of this policy. The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the Acts and Regulations.

12. EFFECTIVE DATE

The policy will be effective with effect from the date of approval by the Board.

13. DISCLAIMER

Nothing contained in this Policy shall operate in derogation of any law for the time being in force or of any other regulation in force.

In any circumstance where the terms of this Policy differ from any applicable law governing the Company, such applicable law will take precedence over this Policy and procedures until such time as this Policy is modified in conformity with the Applicable Law.

Date	Change Approved By	Change Description
September 21, 2023	CSR Committee	Amended Policy as per CSR Amendment Rules 2021

For VIBHOR STEEL TUBES LIMITED

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