

MIDWEST LIMITED

(Formerly Known as Midwest Granite Private Limited)

Corporate Social Responsibility and Environmental, Social & Governance Committee - Terms of Reference

The Corporate Social Responsibility and Environmental, Social & Governance Committee was constituted pursuant to resolution passed by our Board on September 19, 2024.

The scope and functions of the Corporate Social Responsibility and Environmental, Social & Governance Committee are in accordance with section 135 of the Companies Act, 2013 and its terms of reference as stipulated pursuant to resolution passed by our Board in its meeting held on September 19, 2024, are set forth below:

- a) To formulate and recommend a CSR policy to the Board and seek their approval;
- b) To formulate and recommend to the Board of Directors the activities as mentioned in the Annual Action Plan or modification thereof to be undertaken by the Company as specified in Schedule VII of the Act and the applicable Rules;
- c) To formulate the CSR Budget and recommend to the Board to seek approval for the amount of expenditure to be incurred on the CSR activities;
- d) To decide on the locations for CSR activities, though preference be given to the local areas where it operates, for spending the amount earmarked for CSR activities;
- e) To review, implement and monitor all CSR activities from time to time and regularly report to the Board on the progress;
- f) To periodically review and assess the adequacy of the existing policy and seek approval from the board for revision(s), if any;
- g) The Committee shall formulate and recommend to the Board, an Annual Action Plan in pursuant of its CSR Policy, which shall include the following namely:
 - i) the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
 - ii) the manner of execution of such projects or programmes as specified
 - iii) the modalities of utilisation of funds and implementation schedules for the projects or programmes;
 - iv) monitoring and reporting mechanism for the projects or programmes; and
 - v) details of need and impact assessment, if any, for the projects undertaken by the company provided that Board may alter such plan at any time during the financial year, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect.
- h) To ensure that the Company is taking the appropriate measures to undertake and implement actions to further its ESG Goals;
- i) To guide and recommend sustainability / ESG disclosures by the Company in line with global reporting frameworks;
- j) To review any statutory requirements for Sustainability reporting e.g. Business Responsibility Reporting (BRR)/ Business Responsibility and Sustainability Reporting, as may be applicable from time to time;
- k) To review and evaluate the ESG risks identified by the Company and establish mitigation steps around it which can be reported to the Risk Management Committee and Board;
- l) To review the engagement with or reports made on the Company by Environment, Social and Governance rating agencies and ensure that their views / concerns are highlighted to the Board at appropriate time and that the steps are taken to address such concerns;
- m) To annually review and reassess the adequacy of this charter and recommend any proposed change to the Board for its approval;
- n) Performing such other functions as may be required under the relevant provisions of the Companies Act, 2013, the Rules made there under and various circulars issued by the regulatory authorities thereof, as may be applicable and amended from time to time and discharge such other functions as may be specifically delegated to the Committee by the Board from time to time.