

WIRTGEN INDIA PRIVATE LIMITED

Corporate Social Responsibility
(CSR) Policy
2023-24



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1. PREAMBLE

The Corporate Social Responsibility Policy (hereinafter referred to as 'The CSR Policy') of Wirtgen India Private Limited (hereinafter referred to as 'The Company') has been framed in accordance with the provision of Section 135 of the Companies Act 2013 read with Companies (Corporate Social Responsibility) Rules, 2014, Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 and other applicable provisions/rules, if any, of the Companies Act, 2013, or subject to such modification and re-enactment thereof from time to time notified by the Ministry of Corporate Affairs, Government of India.

This Policy on Corporate Social Responsibility is to be formulated by the CSR Committee and then to be recommended to the Board of Directors of the Company ('Board') for its approval and amendments thereto, if any required.

2. INTRODUCTION

WIRTGEN INDIA is a member of the WIRTGEN GROUP which is now a part of JOHN DEERE Construction & Forestry Division – a highly successful global company in the field of agriculture, construction & forestry equipment.

The WIRTGEN GROUP is the world market leader in mobile Road Construction and Road Rehabilitation equipment, incorporating five strong brands: WIRTGEN, VÖGELE, HAMM, KLEEMANN and BENNINGHOVEN. As technological leader, we offer our customers mobile machine solutions for road construction and road rehabilitation, plants for mining and processing minerals or recycling material and for the production of asphalt.

WIRTGEN INDIA is committed to maintain Social, Environmental, Economical, Human rights, Ethical and Governance standards for the benefit of all its Stakeholders. WIRTGEN INDIA has several policies and standards in place, in line with our core values, covering Business Ethics and Governance, the Code of Conduct etc.

3. CSR VISION

The Company is committed to improving the lives of the communities in which it operates in a sustainable way. The CSR Vision of the Company is to build relationships of trust with local communities, society and stakeholders as good corporate citizens and to contribute to developing a sustainable society for future generations.

4. OBJECTIVES OF CSR POLICY

The CSR Policy, formulated in alignment with the Vision of the Company, lays down guidelines and mechanisms to be adopted by the Company in order to carry out CSR Projects / Programs/activities. All CSR Projects / Programs/activities will be conceived and implemented by the Company through a focused approach towards target beneficiaries for generating maximum impact. CSR Projects / Programs/activities of the Company may be carried out in partnership with credible implementing agencies, as per the

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provisions of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 or subject to such modification and re-enactment thereof from time to time notified by the Ministry of Corporate Affairs, Government of India.

5. APPLICABILITY, VALIDITY & REVIEW

The CSR Policy shall apply to all CSR Projects / Programs / activities undertaken by the Company by its own or through eligible implementing agencies as per the Act. The Board may review the CSR policy as and when required and may amend the same as per the then requirement of the Company at any time it deems fit. The Board may review and make changes to the policy at any other intervals in case of any change in the Act.

6. CSR BUDGET

The CSR Budget will be allocated as per the provisions of the Act i.e. at least two per cent of the average net profit as per its financial statements calculated as per Section 198 of the Act read with the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 or any amendment thereof ('net profit') accrued during the three immediately preceding Financial Years. The Board of the Company will endeavor to spend in each Financial Year, at least two per cent of the average net profit on CSR Projects / Programs. In the event that the amount indicated above is not spent in its entirety in that Financial Year, the reasons thereof will be outlined as per Section 134(3) (o) of the Act and unless specified, the unspent CSR amount, if any, will be transferred by the company to any fund included in schedule VII of the Act. In implementing its CSR Projects/Programs the Company may choose to partner with a registered trust, society or a Section 8 company or any other sources that fulfill all requirements of Section 135 of Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021. The Company may collaborate or pool resources with other entities within the Group to undertake CSR Projects / Programs or with any other entities/organization/international organisation as specified in Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021. The Company may also enter into partnerships with the government, business partners and communities to achieve a significant impact of the social projects.

In view of the above, Wirtgen India will spend its CSR Liability for the FY 2023-24 within the prescribed timeline.

7. TREATMENT OF SURPLUS

In the event that the Company makes any surplus or profit from pursuing its CSR Projects / Programs, these will not form part of the business profit and will be invested back into CSR Projects or will be treated as per the provisions of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

8. FOCUS AREAS

The Company shall undertake CSR Projects / Programs/ activities that are aligned with areas listed in Schedule VII of the Act or any modifications thereof from time to time, within the geographical limits of India, for the benefit of marginalized, disadvantaged and underserved sections of the community and the environment.

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CSR Projects / Programs / Activities will not, however, include the following:

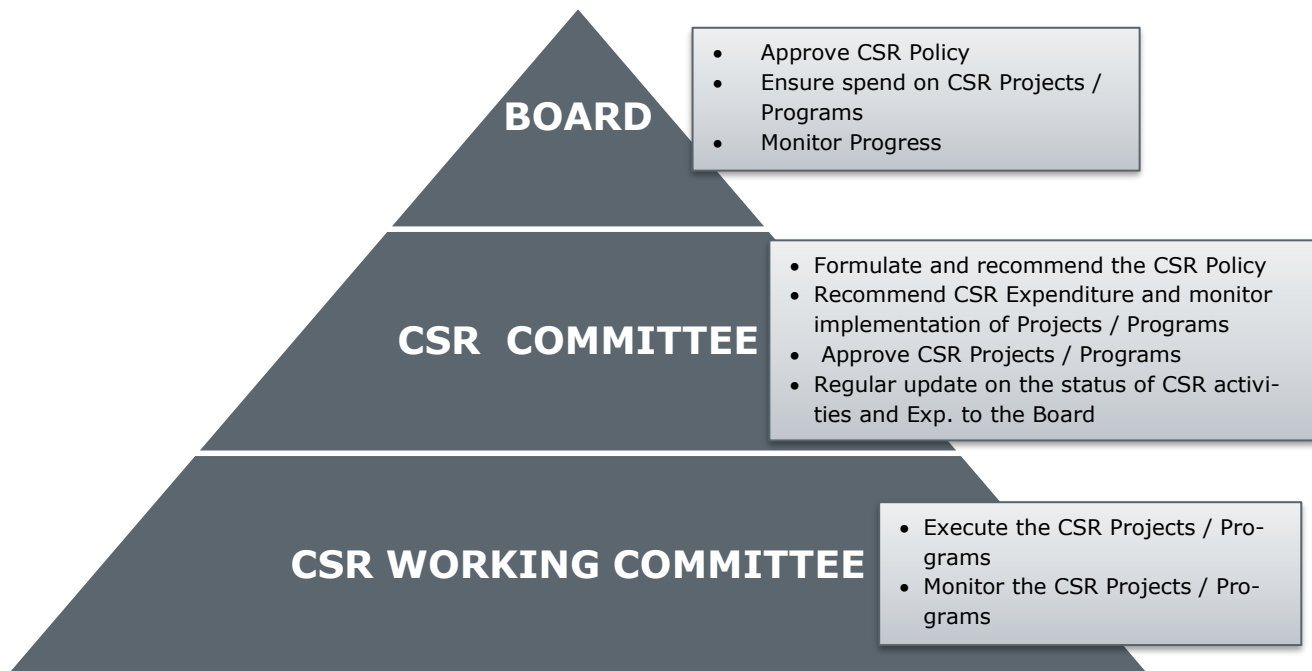
- activities undertaken in pursuance of normal course of business of the company
- Activities which benefit only the employees of the Company and their families
- Contribution to any political parties
- Activities undertaken outside the country
- activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services
- activities carried out for fulfilment of any other statutory obligations under any law in force in India.

Wirtgen India will primarily focus (but not limited to) on the following CSR Projects / Programs / Activities by its own or through its implementing agencies (eligible as per provisions of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021) during the year 2023-24:-

1. COVID-19 activities
2. Promoting health care including preventive health care;
3. Promoting education, including special education;
4. Promoting gender equality and
5. Ensuring environmental sustainability

GOVERNANCE STRUCTURE

The Governance Structure for CSR Projects / Programs undertaken by the Company shall be as represented below:





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CSR Committee of the Board Members: -

1. Mr. Ramesh Palagiri
2. Mr. Frank Betzelt
3. Mr. Nilesh Jajodia (w.e.f. 21-04-2023)

The Company Secretary may act as the Secretary to the CSR Committee of the Board.

CSR Internal Working Committee Members: -

1. Ms. Neena Nikam
2. Ms. Sandhya Pillai
3. Mr. Amol Deshmukh
4. Mr. Ajit Kadam
5. Mr. Suhas Inamdar
6. Mr. Gurmukh Khelani
7. Mr. Jayan Prakasam
8. Company Secretary

The members of the internal committee can be altered/modified at any time as and when required, based on the feasibility of the internal working committee, for which no approval of the CSR Committee or the Board is required. If any of the Director ceases to be the director of the Company will automatically cease to be the member of the CSR committee of the Board; similarly, if a new Director/s is/are appointed on the Board of the Company, will be deemed to be included as the member of the CSR committee of the Board (subject to complying with the provisions of the Companies Act, 2013 and rules made thereunder).

9. PLANNING & IMPLEMENTATION

The mode of implementation of CSR programs will include a combination of direct implementation and through implementing agencies. The Company will select its implementing agencies after appropriate due diligence as per provisions of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

The Company may use services of expert agencies, consultancy firms etc. wherever required for carrying out surveys, guidance on project design and implementation, impact assessment surveys, etc.

10. MONITORING & REPORTING

A comprehensive monitoring framework shall be devised by the Company to ensure that all Projects / Programs are duly implemented as approved by the CSR Committee and by the Board. The Company's CSR Committee shall monitor the approved projects and shall report to the Board about the current status of the CSR activities / CSR expenditure on quarterly / Half yearly basis. The monitoring and reporting mechanism will include program review, evaluation, documentation and reporting.

11. AMENDMENTS TO THE POLICY

The Board of Directors on its own and/or as per the recommendations of CSR Committee can amend this Policy, as and when required as deemed fit. Any or all provisions of the

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CSR Policy would be subject to revision/amendment in accordance with the Regulations on the subject as may be issued from relevant statutory authorities, from time to time.

In case of any clarification on any matter, including interpretation of this Policy, the Company Secretary of the Company shall be contacted. The decision of the Board of Directors on all matters, relating to this Policy, shall be final and binding upon all concerned.

This Policy is subject to continuous review and updates as may be required from time to time.
