

**Corporate Social Responsibility (CSR)
and
Sustainability Policy
of
Teestavalley Power Transmission Limited**

(A Govt. Of Sikkim Enterprise)

JV of Teesta Urja Ltd. (Govt. of Sikkim Enterprise) & POWERGRID (Govt. Of India Enterprise)



ABOUT POLICY

In Accordance with provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 issued by the Ministry of Corporate Affairs (MCA) vide notification dated 27.02.2014 including subsequent amendments/clarifications issued till 22.01.2021, the Company has framed Corporate Social Responsibility and Sustainability Policy which is approved by the Board of Directors of the Company in its meeting dated 26.02.2021.

This document may be read with the provisions of Companies Act, 2013 and rules made thereunder, together with any subsequent amendments thereof which may be notified by MCA from time to time.

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CORPORATE SOCIAL RESPONSIBILITY & SUSTAINABILITY POLICY

1. Preamble

1.1 The Board of Directors (the “Board”) of Teestavalley Power Transmission Limited (the “Company” or “TPTL”), has adopted the following policy and procedures striving for economic and social development that positively impacts the society at large; and more specifically communities in which TPTL operate.

1.2 In doing so build a better, sustainable way of holistic life for the community of families and workers of small and medium sized enterprise and raise the country's human development index.

1.3 The Corporate Social Responsibility Committee will review and may amend this policy from time to time. This policy will be applicable to the Company and guide its obligations as a responsible member of society along with enhancing its relationships with all its stakeholders and communities including its employees based on the laws and regulations applicable on the Company.

2. Introduction

2.1 The CSR & Sustainability Policy of TPTL has been evolved based on the Companies (Corporate Social Responsibility Policy) Rules, 2014 notified by the Ministry of Corporate Affairs (MCA) in pursuance of the Companies Act, 2013 and various amendments/clarifications notified from time to time.

2.2 The CSR & Sustainability Policy is thus a statement of the Company's commitment to fulfill stakeholders' aspiration and contributing to sustainable development of people, planet and the organization.

2.3 The TPTL's key stakeholders include Employees, Shareholders, Persons directly impacted by the activities of TPTL, Local Communities, Local Bodies such as Panchayat, Block and District Administration etc. and society at large.

2.4 The thrust of the Policy is two pronged viz,

- a) Conducting the business in a socially responsible way by maintaining high level of organizational integrity and ethical behavior, in conformity with expected standards of transparency in reporting and disclosing the performance in all spheres of our activities, demonstration of concern for welfare of the employees, adoption of operational methods and management practices. This will promote social and environmental sustainability to win the trust and confidence of all stakeholders.

This is proposed to be achieved through collective and united efforts of all employees

with active involvement of top management, backed up by active internal communication strategies to spread awareness, sensitize and internalize amongst all internal stakeholders the need to adopt socially and environmentally sustainable methods.

- b) Addressing the social, economical and environmental concerns of key stakeholders directly impacted by TPTL's operations & activities.

2.5 The TPTL's CSR & Sustainability activities will extend beyond mere philanthropic gestures and will aim to integrate it with organization's business goals.

2.6 A baseline survey and/or need assessment study may be conducted, wherever desirable to understand the need and aspiration of the stakeholders. Based on the same, suitable CSR & Sustainability Programs/schemes/activities will be identified for implementation.

2.7 Selection of CSR & Sustainability programs will be made to ensure maximum benefits reach the poor/backward & needy sections of the society and contribute to improve the quality of environment.

2.8 Expenditure on mandatory activities (other than CSR Obligation of the Company) will not be accounted against CSR & Sustainability Programs/schemes/activities.

2.9 Provisions of the TPTL's CSR & Sustainability Policy will be revised / amended in accordance with the guidelines on the subject as may be issued by the Government from time to time.

2.10 The TPTL will be open to join hands with other organizations/ companies/ corporations/ PSUs in planning, implementing and monitoring of mega Projects for optimal use of resources, synergy of expertise and capabilities for maximizing socio-economic or environmental impact.

3. Definitions

"Act" means the Companies Act, 2013, as amended and as may be amended from time to time.

"Rules" means the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended and as may be amended from time to time.

"Company or TPTL" means the Teestavalley Power Transmission Limited.

"Chairman" means Chairman of CSR Committee.

“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 in accordance with the provisions contained in these rules, but shall not include the following, namely:-

- (i) activities undertaken in pursuance of normal course of business of the company;
- (ii) any activity undertaken by the company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;
- (iii) contribution of any amount directly or indirectly to any political party under section 182 of the Act;
- (iv) activities benefitting employees of the company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);
- (v) activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services;
- (vi) activities carried out for fulfilment of any other statutory obligations under any law in force in India.

“CSR Committee or Committee” means Corporate Social Responsibility Committee of Board of Directors of the Company constituted under Section 135 of Companies Act, 2013.

“Board” means Board of Directors of the Company

“Employee” means employee of the Company whether employed in India or outside India.

“Policy” means Corporate Social Responsibility & Sustainability Policy.

Words and expressions used and not defined in this Policy but defined in the Act and rules and regulations made there under shall have the meanings respectively assigned to them in the Act and rules.

4. Objectives & Scope

Objectives

- Promote organizational integrity and ethical business practices through transparency in disclosure and reporting procedures.
- Adopt green technologies, processes and standards that contribute to social and environmental sustainability.

- Contribute to inclusive growth and equitable development through capacity building measures, empowerment of marginalized and underprivileged sections/communities.
- Promote welfare of employees and labour (casual/contractual), by addressing their concerns of safety, security, professional enrichment and healthy working conditions.

Scope

- TPTL will preferably undertake implementation of Programs/schemes/activities in the vicinity of the project or the commercial operations of the Company. Nevertheless, as part of Government of India (GoI)/ Government of Sikkim (GoS) Policy, TPTL may also undertake schemes for implementation in the identified backward districts of the Country.
- Programs/ schemes/ activities chosen under CSR/ Sustainability should primarily benefit stakeholders other than the staff of TPTL. In case the benefits of the initiative are extended to TPTL employees also, it should not exceed 25% of the total beneficiaries.
- TPTL will have an appropriate organization structure for identification & selection of CSR & Sustainability Programs/schemes/activities, guidance in implementation, monitoring and review of the programs /schemes/ activities.
- TPTL will take steps to sensitize and impart training to its employees regarding CSR & Sustainability policy and to bring about the desired attitudinal change towards environmental protection, social development & the need to adopt ethical business practices.
- TPTL will take up Programs/schemes/activities which would give visible social, economic or environmental benefits to the society.
- TPTL will also make efforts, to the extent possible, to involve the Suppliers and Contractors associated in the adoption of sustainable technologies as a part of its CSR & Sustainability endeavors.

5. Planning

5.1 For Planning of project, available data will be used by TPTL for identification of Programs/schemes/activities in the thrust areas. TPTL will prepare short term projects (1month - 1year), medium term (1-3 year) projects for CSR & Sustainability activities which will be reviewed from time to time.

5.2 Priority will be for activities contributing to benefits of needy section of the society and environmental sustainability.

5.3 The stakeholders residing in the vicinity of the project or the commercial operations area of the Company and who are directly impacted by its operation and activity will be given priority as beneficiary of CSR & Sustainability activities.

5.4 The TPTL will undertake CSR & Sustainability Programs/schemes/activities primarily near to the project or commercial operation area of the Company. However, other locations can also be chosen, based on the needs for the larger benefit of people and environment and it will be ensured that at least 80% of the CSR & Sustainability Programs/schemes/activities are executed in and around the TPTL's project preferably within 25 Km from the Project and in the Block/District in which the Project is located.

5.5. Choice of the CSR & Sustainability Programs/schemes/activities for implementation will preferably be made in consultation/association with the Administrative authorities of District/Sub-division/Block in which the TPTL's Unit is operating. This will help to avoid overlapping of the works/initiatives being undertaken by these authorities so that the genuine requirements of the targeted segments of the society are addressed by the chosen schemes.

5.6 Some areas out of the identified backward districts of the country may also be adopted to meet objective of GoI/GoS on CSR & Sustainability initiatives to extend benefits of capacity building, creation of sustainable means of livelihood to the populace and environmental protection as a part of MoU commitments, if any, of the Company.

5.7 The TPTL will Endeavour to concentrate its CSR & Sustainability efforts in the Programs/schemes/activities specified under Schedule –VII of the Companies Act 2013, the items of CSR & Sustainability activities, which may be undertaken by the TPTL is placed under the head of CSR & Sustainability Activities. Expenditure on any other Programs/schemes/activities which are not in conformity with the list of items given under the head of CSR & Sustainability Activities will not be accounted towards CSR expenditure.

5.8 While planning projects, budgetary provisions to meet cost of each project till its completion will be ensured. Each project will be broken up into annual targets and activities to be implemented each year and budget be allocated for the implementation of these activities and achievements of targets set for each successive year till the completion of the project.

6. CSR and Sustainability Activities

(i) 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;

(ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;

(iii) 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;

(iv) 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;

(v) 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;

(vi) measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

(vii) training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports;

(viii) contribution to the prime minister's national relief fund 8[or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES 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;

(ix) (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and

(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).

(x) rural development projects;

(xi) slum area development;

Explanation.- 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.

(xii) disaster management, including relief, rehabilitation and reconstruction activities;

(xiii) Any other activity permitted under any Act/ Guidelines issued by Ministry of Corporate Affairs / any other statutory authority, as may be amended from time to time.

Note: Abovementioned CSR & Sustainability Activities are in line with activities prescribed under Schedule VII of the Act and must be interpreted liberally so as to capture the essence of the subjects enumerated in the said Schedule.

7. Management Structure for Implementation

7.1 The Management structure for CSR & Sustainability will be as follows:

- a) The CSR Committee shall be constituted in accordance with the provisions of Section -135 of the Companies Act, 2013 and will allocate the budget, review the progress and guide various CSR & Sustainability initiatives.
- b) Nodal Officer of the Rank of not less than Assistant General Manager, who will co-ordinate the identification and selection of CSR & Sustainability Programs/ schemes/activities and also exercise an effective oversight on progress of implementation of the same.
- c) Project Head/ Unit Head (not less than rank of General Manager), and his team for identification, implementation & monitoring of CSR & Sustainability Programs/ schemes/ activities etc.

8. Roles & Responsibilities

8.1. CSR Committee

- a. Formulation & recommendation to the Board, a Corporate Social Responsibility Policy, which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Act.
- b. To oversee formulation of broad guidelines for selection of projects, planning, execution, monitoring, evaluation and strategies for efficient implementation of CSR & Sustainability schemes.
- c. To formulate and recommend to the Board, an annual action plan in pursuance of its CSR and sustainable policy, which shall include the following:
 - i. the list of CSR projects or programs 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 programs as specified in the rules;

- iii. the modalities of utilisation of funds and implementation schedules for the projects or programs;
- iv. monitoring and reporting mechanism for the projects or programs.
- d. Allocation of budget and amount of expenditure to be incurred on CSR & Sustainability Programmes/schemes/activities and recommend the same to the Board of the Company.
- e. monitor the CSR Policy of the Company from time to time.
- f. Periodic monitoring of implementation of CSR & Sustainability activities.
- g. The CSR Committee will submit report to the Board of Directors for their information, consideration and necessary directions.
- h. Comply with the other requirements on Corporate Social Responsibility and Sustainability as provided under the Companies Act, 2013 and rules made thereunder, as may be amended from time to time.

8.2 Board of Directors

- a. To ensure formation of the Corporate Social Responsibility Committee of the Board.
- b. To approve CSR Policy for the Company, after taking into account recommendations made by CSR Committee of the Board and disclose the contents of such policy in its report.
- c. To ensure that activities in its CSR policy are related to activities included in Schedule VII.
- d. To ensure spending of at least 2% of average net profits of the company made during three immediately preceding financial years. If the company fails to spend such amount, the Board shall, in its report, specify the reasons for not spending the amount.
- e. To ensure reporting of the composition of the Corporate Social Responsibility Committee of the Board in the Board's Report, in terms of Section 134(3) of the Act.
- f. To ensure placing of the CSR policy, among other things, on the company's website, in such manner as may be prescribed under the Act.
- g. The ultimate discretion in the selection and implementation of CSR activities is that of the Board of Directors of TPTL who take the decision in the best interest of the Company, keeping in view the organizational capability, resource capacity and core competence of the Company.
- h. 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 same shall be certified by the Chief Financial Officer or the person responsible for financial management.

8.3 Nodal Officer

- a. To co-ordinate with the Project site to finalize and shortlist the CSR & Sustainability schemes to be taken up during the year along with the annual targets to be achieved for consideration of the CSR Committee.
- b. To compile the annual budgetary requirement for each project keeping in view the financial targets in terms of the policy and getting it processed for approval of

- competent authority.
- c. To coordinate with other departments/PSUs for exchange of information related to promotion/collaboration of CSR & Sustainability schemes.
 - d. To organize training workshops and seminars for the employees of TPTL for Sensitization and education of the internal stakeholders for efficient implementation of CSR & Sustainability Initiative.
 - e. To submit quarterly, yearly report on the progress of CSR & Sustainability initiatives to the CSR Committee.
 - f. To prepare annual CSR & Sustainability Report indicating progress and achievement of the activities and impact assessment reports of activities, wherever feasible, to be undertaken annually or at any other suitable time intervals.

8.4 Project Head/Unit Head

- a. To get Baseline/Need Assessment studies conducted wherever feasible and required.
- b. To identify CSR & Sustainability schemes, and prepare project proposal with physical and financial targets.
- c. To co-ordinate with Nodal Officer for approval of scheme and allocation of budget, implementation, monitoring & sending the monthly progress report of the CSR/Sustainability Scheme along with photographs, video clippings and/or documentary proofs.
- d. To get Impact Assessment studies done for the long term and other scheme wherever feasible and required.
- e. Imparting training to stakeholders.

9. Financial Component

9.1 In line with Section 135 of the Companies Act, 2013, at least 2% of the average net profits of the Company during the three immediately preceding financial years shall be spent on Corporate Social Responsibility. If the Company fails to spend such amount, the Board shall, in its Director's Report, specify the reasons for not spending the amount and, unless the unspent amount relates to any ongoing project, transfer such unspent amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

"Net Profit" means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely: -

- (i) any profit arising from any overseas branch or branches of the company, whether operated as a separate company or otherwise; and
- (ii) any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act:

Provided that in case of a foreign company covered under the rules, net profit of such company as per profit and loss account prepared in terms of clause (a) of subsection (1) of section 381 read with section 198 of the Act.

Explanation: Average net profit shall be calculated in accordance with the provisions of Section 198 of the Act.

“Ongoing Project” means a multi-year project undertaken by a Company in fulfillment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the Board based on reasonable justification.

9.2 Any amount remaining unspent, pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by the company in pursuance of its CSR & Sustainability Policy, shall be transferred by the company within a period of thirty days from the end of the financial year to a special account to be opened by the company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards the CSR & Sustainability Policy within a period of three financial years from the date of such transfer, failing which, the company shall transfer the same to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.

9.3 If the Company spends an amount in excess of the requirements provided, the company may set off such excess amount against the requirement to spend for such number of succeeding financial years and in such manner, as may be prescribed under the provisions of the Act.

10. Resource Allocation

10.1 To achieve the goals set forth under the CSR Policy, TPTL will set apart an amount specified under sub-section (5) of section 135 of Companies Act 2013, which is at present, at least two percent of the average net profits of the company made during the three immediately preceding financial years, as the annual budget for CSR works during the year and approved by the Board of Directors.

10.2 At least 80% of the annual budget earmarked for CSR and Sustainability activities shall have to be spent on implementation of activities in the project mode.

10.3 Up to 5% of the annual budget for CSR and Sustainability activities will be earmarked for meeting the Emergency needs, which may arise on account of any relief works to be undertaken due to natural calamities/ disasters and contributions towards Prime Minister’s or

any other fund set up by the Central Government for socio-economic development and relief and welfare of Scheduled Caste, the Scheduled Tribe, other backward classes, minorities and women.

10.4 The expenditure incurred on baseline survey/need assessment study, on capacity building programs such as training, workshops, seminars, conferences, etc. and on corporate communication strategies for engagement of all stakeholders, whether internal or external, to implement the CSR and Sustainability agenda of a company, would be accounted for as CSR expenditure from the budget allocated for this purpose.

10.5 (a) Based on the proposals recommended for implementation by Project, a consolidated proposal in the form of CSR Plan/Budget will be prepared & submitted with the recommendations of the Nodal officer for CSR works for approval of CSR Committee.

b) In respect of Works/Projects not included in the approved annual plan, the same will be processed for approval of the CSR Committee through the Nodal Officer.

c) CSR & sustainability works approved as above will be executed in accordance with a set of delegations for CSR & sustainability works to be drafted and got approved from the competent authority.

10.6 All out efforts should be made by the unit head to utilize the allocated budget to achieve the targets fixed for the year.

10.7 Reasons for delay / shortfall in utilization of CSR & sustainability Budget, if any, will be supported with appropriate justifications by the Unit head, which will also be submitted at the time of evaluation against the agreed MoU targets, if any.

10.8 Administrative Overheads shall not exceed 5% of total CSR expenditure of the Company for the FY.

11. Implementation

11.1 The CSR activities are undertaken by the company itself or through -

(a) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company, or

(b) a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or

(c) any entity established under an Act of Parliament or a State legislature; or

(d) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

11.2 While engaging or partnering with the external agencies, apart from availability of necessary capabilities and expertise for the planned CSR & Sustainability works, credentials of reliability, integrity of such agencies should be got verified by the awarding authority.

11.3 Specialized agencies may include:

- a. Community based organizations whether formal or informal.
- b. Elected local bodies such as Panchayat raj institutions.
- c. Voluntary Agencies (NGOs).
- d. Not-for-Profit organizations.
- e. Institutes/Academic Organizations.
- f. Registered Trusts, Missions etc.
- g. Self-help groups.
- h. Government, Semi-government and autonomous organizations.
- i. Mahila Mandals/Samitis and the like.
- j. Contracted agencies for civil works.
- k. Professional Consultancy Organization etc.

11.4 Panels of specialized agencies/NGOs maintained by Government Ministries/Departments, Planning commission and National/ Regional CSR & Sustainability Hubs may be considered for finalizing the external specialized agencies for implementation of CSR and Sustainability projects.

Steps in implementation:

- i. Memorandum of Understanding/ Agreement/ Undertaking will be signed with the implementing partners with specific deliverables.
- ii. Detailed Annual Plan of implementation of approved projects will be drawn up with key performance indicators/ milestones both with regards to physical and financial targets.
- iii. The required budgetary allocation for the project will be approved by the Management.

12. Monitoring

12.1 Nodal officers along with others closely monitor the progress of CSR & sustainability schemes.

12.2 In case of programs/schemes/activities, that require specialized subject knowledge, the committee will comprise of experts from suitable external agencies including representative from TPTL.

12.3 Regular monitoring of progress will be done in respect of all key performance indicators covering physical and financial parameters.

12.4 The progress of CSR & Sustainability schemes under implementation at each of the

location will be reported by Nodal Office to CSR Committee. The Records will be maintained along with photographs/videos to show progress of works.

12.5 Effective oversight & implementation of CSR & Sustainability projects/activities will also be exercised by the Nodal Officers with the assistance of the team working with him. The designated Nodal Officer will regularly submit reports regarding the progress of implementation of CSR & Sustainability activities to the CSR Committee on CSR & Sustainability.

12.6 The TPTL will also obtain feedback from beneficiaries about the implementation of activities and its outcome from time to time wherever possible and would take necessary actions, if required, for improvement.

13. Evaluation of Performance, Impact Assessment and Reporting

13.1 The CSR & Sustainability projects/activities undertaken for implementation will be evaluated under the MoU framework for the achievement of Physical and Financial targets, wherever required.

13.2 Impact assessment studies by external agencies will be undertaken after completion of long-term and for other schemes wherever required in accordance with the Act. The impact will be assessed and compared against the planned benchmarks fixed at the time of planning to measure the degree of success or failure of the CSR & sustainability initiatives.

13.3 Video-graphic / Photographic records of the progress / achievements and impacts are systematically documented apart from the routine monitoring and field progress reports for the purposes of organization's own appraisal as well as for evaluation of performance against the MoU commitments.

13.4 Disclosure of CSR & Sustainability Policy and initiatives undertaken by TPTL will be posted on TPTL's website in line with the existing practices and guidelines of Government of India/MCA.

13.5 A brief summary of CSR & Sustainability initiatives and achievements, among other things which are statutorily be mentioned, will be included in the Annual Report of TPTL.

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