



HINDALCO INDUSTRIES LIMITED

**CHARTER & TERMS OF REFERENCE :
CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

CHARTER

I. PURPOSE:

The purpose of the Corporate Social Responsibility Committee (*"the Committee"*) of the Board of Directors (*"the Board"*) of Hindalco Industries Limited (*"the Company"*) shall be to assist the Board and the Company in fulfilling its corporate social responsibility (*"CSR"*).

The purpose and responsibilities of the Committee shall include such items/matters in line with the CSR policy of the Company and as prescribed under applicable law or prescribed by the Board in compliance with applicable laws, from time to time.

II. COMMITTEE MEMBERSHIP AND ORGANIZATION:

The Committee shall be appointed by and will serve at the discretion of the Board. The Committee shall consist of three (3) or more members with at least one (1) member being an independent director. The members of the Committee shall meet as provided under applicable laws from time to time.

The members of the CSR Committee will be appointed by the Board.

III. MEETINGS AND QUORUM:

The committee shall meet at least once in a year. Two members present shall form the quorum for the meeting of the Committee. Mrs. Rajashree Birla, Chairperson, Aditya Birla Centre for Community Initiatives and Rural Development and Dr. (Mrs.) Pragnya Ram, Group Executive President & Group Head - CSR, Legacy Documentation & Archives, are the permanent invitees to the meetings of CSR Committee.

TERMS OF REFERENCE

In terms of the applicable provisions of Section 135 read with Schedule VII of the Companies Act, 2013, and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the scope, functions, and terms of reference of the CSR Committee *inter alia* include the following:

- (a) Reviewing and finalising the annual CSR Budget of the Company for undertaking the CSR activities as
- (b) per the CSR Policy of the Company and recommending the CSR Budget to the Board
- (c) Reviewing the Business Responsibility activities and the Business Responsibility Report (“BRR”) of the Company and taking necessary actions which may be required to be done and performed from time to time in connection therewith
- (d) Monitoring the Corporate Social Responsibility Policy of the Company
- (e) Authorising officers and/or other person, to take necessary actions for and on behalf of the Company, to widen its CSR reach
- (f) Performing such other acts, deeds, things and powers as may be delegated to the Committee by the Board from time to time.