Terms of reference of the ESG & CSR Committee

The terms of reference of the ESG and CSR Committee include the following:

1. Formulating and recommending to the Board, Corporate Social Responsibility Policy which shall contain guiding principles for selection, implementation and monitoring of CSR activities.

2. Formulating and recommending to the Board, an Annual Action Plan for the Company and having an oversight on its implementation.

3. Recommending the amount of expenditure to be incurred on CSR activities.

4. Enable Board oversight on significant sustainability (ESG) related policies, strategies and activities of the Company in a manner that integrates environmental, social and ethical principles with the conduct of business.

5. Monitoring the ESG and CSR Policy from time to time.

6. Identifying and monitoring the implementation of the ongoing/multi-year projects with reference to the approved timelines and year-wise allocation and making modifications, if any, for smooth implementation of the projects within the overall permissible time period.

7. Reviewing the findings of Impact Assessment Reports and take decisions related thereto.

8. Provide vision and guidance to the Management to ensure that all long-term business proposals made to the Board are assessed through the lens of Social, Environment, Safety, Health, and Reputational implications – including governance and associated risks and opportunities.

9. Guide the Management in ensuring stakeholder engagement and materiality analysis based on key sustainability issues.

10. Guide the management in formulating a comprehensive sustainability strategy for the company; define appropriate goals, targets, KPIs, action plans and investments. Play an active role in recommending and periodically reviewing achievement vis-à-vis above strategy.

11. Guide and recommend sustainability/ESG disclosures in line with global reporting frameworks.

12. Ensure appropriate sustainability reporting mechanisms, oversee compliance with ESG/ sustainability disclosure requirements, review and approve annual disclosures relating to the IGT's sustainability activities and performance, ensuring the quality of communication and data.

13. Guide and suggest strategies to the management to develop internal competencies, inspire employees and suppliers engagement and culture for responsible and sustainable business.

14. Advise the management on potential business implications of Sustainability/ESG performance vis-àvis corporate relations & brand perception.