

---

# **CORPORATE SOCIAL RESPONSIBILITY & SUSTAINABILITY POLICY**

---

October 2022



Irrcon International Limited  
(CIN - L45203DL1976GOI008171)  
(A Govt. of India Undertaking)  
C-4, District Centre, Saket  
New Delhi – 110 017  
Tel: +91-11-2956 5666, Fax: +91-11-2652 2000  
[www.irron.org](http://www.irron.org)

## CONTENTS

S. No.	Item	Page no.
1	About Ircon International Limited	3
2	History	4
3	General	4-5
4	Planning/Selection of projects	6-7
5	CSR Budget and Expenditure	7-9
6	Baseline Survey & Documentation	9
7	Approval of CSR Activities	10
8	Monitor of CSR Activities	10
9	Implementation/Undertaking of CSR Activities	11-13
10	Key areas for selection of CSR activities	13
11	Evaluation/Impact Assessment	13
12	CSR Reporting and Disclosure	13
13	Miscellaneous	14

# CSR and Sustainability Policy

## 1. About Ircon International Limited:

- (i) Company Brief: Ircon International Limited (IRCON/ the Company), a government company incorporated by the Central Government (Ministry of Railways) under the Companies Act, 1956 on 28<sup>th</sup> April, 1976 originally under the name Indian Railway Construction Company Limited, is the leading turnkey construction company in the public sector known for its quality, commitment and consistency in terms of Performance.

IRCON has widespread operations in several States in India and in other countries like Malaysia, Nepal, Bangladesh, Mozambique, Ethiopia, Afghanistan, UK, Algeria & Sri Lanka, Bhutan etc.

Vision and Mission statement of IRCON:

- (ii) Vision: To be recognized nationally and internationally as a construction organization comparable with the best in the field covering the entire spectrum of construction activities and services in the infrastructure sector.
- (iii) Mission:
- a) To effectively position the Company so as to meet the construction needs of infrastructure development of the changing economic scenario in India and abroad.
- b) To earn global recognition by providing high quality products and services in time and in conformity with the best engineering practices.

Vision and Mission statement for CSR:

- (i) **Vision:** To make Corporate Social Responsibility an important element of the working of the Company thereby addressing environmental, social and economic concerns of the society.
- (ii) **Mission:** IRCON envisions supporting the capacity building, empowerment of communities, inclusive socio-economic growth, environment protection, promotion of green and energy efficient technologies, development of backward regions, and upliftment of the marginalized and under-privileged, neglected and weaker sections of the society which comprise of SCs, STs, OBCs, minorities, BPL families, old and infirm, women/girl child, physically challenged etc.

Any point not covered by this Policy would be interpreted in accordance with the existing Companies (Corporate Social Responsibility Policy) Amendment Rules 2021 and DPE Guidelines, 2014, with the former taking precedence over the later in case of any conflict.

## 2. History

DPE had issued guidelines on implementation of Corporate Social Responsibility in 2010 making CPSEs responsible with respect to corporate performance measured in terms of economic impact, social impact and environmental impact – commonly called the **Triple Bottom Line**. The guidelines were later modified by DPE in December 2012 applicable since 01.04.2013.

Thereafter in way of the Companies Act, 2013 (Act), these guidelines were again modified in line with the applicable provisions of the Companies (Corporate Social Responsibility Policy) Rules, 2014 issued by Ministry of Corporate Affairs and Schedule VII of the Companies Act 2013 as amended from time to time.

## 3. General

3.1 This CSR & Sustainability Policy is effective from Financial Year 2021-22 onwards till modified.

3.2 Corporate Social Responsibility (CSR) is a company's commitment to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical concept whereby organizations serve the interests of society by taking responsibility for the impact of their activities, and it includes Sustainability. This CSR Policy is treated as CSR cum Sustainable Development Policy as CSR includes Sustainability matters as per Schedule VII of the Act. This also fulfills the requirement of DPE Guidelines on CSR and Sustainability and is to be treated as CSR and Sustainability Policy in compliance with DPE Guidelines.

As expected, to act in a socially, economically and environmentally sustainable manner at all times, even in its normal business activities IRCON will try to promote sustainable development through sustainability initiatives by conducting business in a manner that is beneficial to both, business and society.

3.3 Stakeholders include employees, investors, shareholders, customers, business partners, clients, civil society groups, Government and non-government organizations, local communities, environment, and society at large.

3.4 The thrust of CSR will clearly be on capacity building, empowerment of communities, inclusive socio-economic growth, environment protection, promotion of green and energy efficient technologies, development of backward regions, and upliftment of the marginalized and under-privileged, neglected and weaker sections of the society which comprise of SCs, STs, OBCs, minorities, BPL families, old and infirm, women/girl child, physically challenged etc.

- 3.5 The philosophy and spirit of CSR and Sustainability should be understood and imbibed by the employees at all levels and get embedded in the core values of the company.
- 3.6 IRCON would generate awareness among all levels of its staff about CSR activities and the integration of social and environmental processes with business process, by adequate training/seminars and re-orientation.
- 3.7 In pursuance of the Act and DPE Guidelines on CSR and Sustainability for CPSEs, CSR & Sustainability Committee of the Board shall comprise of three or more directors out of which at least one shall be independent director.
- 3.8 The CSR & Sustainability Committee shall be assisted by a Nodal Officer, not below the rank of Chief General Manager (to be called Nodal Officer for CSR & Sustainability) in implementation of CSR activities. The designated Nodal Officer shall -
- (a) Facilitate coordination of CSR activities of all the departments as per policy directives.
  - (b) Regularly put up the status of implementation of CSR activities to the CSR & Sustainability Committee.
  - (c) Obtain the proposals from project offices and from other sources including the representatives of NGOs and put up the same before CSR & Sustainability Committee for recommendation for approval from BoD.
  - (d) Disclose the content of CSR & Sustainability policy and periodical reports as per the DPE guidelines.
- 3.9 The Nodal Officer mentioned hereinto will be assisted by a team of officials that shall include at least one with finance and accounting background. Nodal officer shall have authority to seek any technical advice and support from any officials of the company in effective discharge of duties under this policy.
- 3.10 At each project of IRCON, a project level CSR implementation committee i.e., CSR Committee at PIU (Project Implementation Unit) level may be constituted that would be headed by Project Head and would be assisted by at least one member nominated by the Project Head. The broad functions of the PIU level Committee shall be as under:
- a) Identify CSR activities/ projects in the periphery of Company's project areas based on need assessment survey and forward project/ program proposals to the Nodal Officer for consideration and approval of the CSR & Sustainability Committee of the Board.
  - b) Arrange and Monitor the implementation of CSR projects/ programs approved by the CSR & Sustainability Committee of the Board and shall also submit periodic reports to the Nodal Officer.
  - c) Coordinating with external agencies and providing necessary support in surveys, studies, preparation of reports, audit and in implementation of the CSR activities

#### 4 . Planning/Selection of projects

IRCON would consider the following parameters for identification/selection of CSR activities / schemes / projects:

- 4.1 In selection of activities the focus should be on the social, economic and environmental impact thereof, rather than mere output or outcomes. As mentioned in the Act, IRCON will give preference to the 'Local Area' in selecting the location of CSR activities. The Board of Directors will decide the scope of the 'Local Area' of IRCON's commercial units/ plants/ projects keeping in view the nature of commercial operations, the extent of the impact of the operations on society and environment, and the suggestions/ demands of the key stakeholders, especially those who are directly impacted by the IRCON's commercial operations/ activities.
- 4.2 Locating CSR projects around project sites would provide an opportunity to connect with the people, environment & other stake holders who are closely impacted by construction activities. Not only it makes easier to mobilize resources required for execution of CSR projects, but it also offers an advantage of monitoring the implementation of planned activities in line with Project Implementation Unit (PIU).
- 4.3 After giving due preference to the 'Local Area', IRCON may also undertake CSR activities anywhere in the country. As decided by the Board of Directors, an indicative ratio of 75:25 in terms of the fund allocation, wherein 75 refers to the percentage of budget to be spent in the defined 'Local Area' and 25 to the rest of the country shall be maintained.
- 4.4 As a part of stakeholder engagement, at the initial stage of planning & selection of CSR activities, consultation with State Govt. /Local Administration and Gram Sabhas at village level in rural areas, may be held. IRCON will devise a communication strategy for regular dialogue and consultation with key stakeholders to ascertain their views and suggestions regarding the CSR activities and sustainability initiatives undertaken by the company.
- 4.5 CSR activities would be undertaken in project / programme mode. One-off event such as marathons/ awards/ charitable contribution/ advertisement/ sponsorship of TV programmes etc. would not be qualified as part of CSR expenditure.
- 4.6 To fully exploit the core competence of IRCON and mobilize its resource capabilities in the implementation of CSR activities / projects, company can align its CSR & Sustainability policy with its business policies and strategies to the extent possible, and will select such CSR activities /projects which can be better monitored through in-house expertise.

- 4.7 For optimal use of resources, the Company may join hands with other CPSEs for mega projects which would have greater visibility, more number of beneficiaries, and long terms visible impact.
- 4.8 Activities notified by Government of India: Any such activity as notified by Government of India to qualify as valid CSR expenditure will be considered while selecting the CSR activities from projects.
- 4.9 Guidelines by Ministry of Railways for taking up the CSR activities within the railway premises will be given due consideration by allocation of the fund and for selection of CSR activities provided these are not inconsistent with extant rules and regulations.
- 4.10 Activities undertaken in pursuance of the CSR & Sustainability policy must be relatable to Schedule VII of the Companies Act 2013; the entries in the said Schedule VII must be **interpreted liberally** so as to capture the essence of the subjects enumerated in the said Schedule.
- 4.11 PIU will interact with stakeholders like State Administration, Local representatives, Gram Sabha etc. for not only the identification of the activities but also in briefing them about the outcomes of the works implemented under CSR.
- 4.12 Observance of transparency and due diligence in the selection and implementation of activities under CSR shall be ensured.
- 4.13 The projects will be taken up based on the viability, relevance to societal needs, outlay, beneficiaries, reach and coverage in the Companies Act, 2013.
- 4.14 As per the budget availability, the proposals will be processed by CSR Department and placed before CSR & Sustainability Committee for its recommendation for approval from BoD.

The Company may supplement the efforts of the Government in crossing the 'last mile' for achieving the targets / goals, if it is accurately assessed that the resource gap and inadequate capacities are critical constraints in achieving the targets / goals of a particular government scheme / initiative / welfare project. Here also, there should be no duplication in allocation of funds.

## 5. CSR Budget and Expenditure

- 5.1 The CSR Budget shall be fixed for each financial year with the approval of the Board of Directors. The CSR spending shall be at least 2% or such percentage as defined under the Companies Act, 2013 and rules made thereunder of the average net profits (from Indian projects) of the company

made during the immediately preceding three financial years. Every endeavor shall be made to spend the entire yearly budget on CSR activities in that year itself.

- 5.2 “Net Profit” means the net profit of a company as per its financial statements prepared in accordance with section 198 of the Act or any other applicable provision, 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:
- 5.3 The expenditure incurred on brochures, surveying, sustainability reporting, capacity building programmes such as training, workshops, seminar etc. and on communication strategies for engagement of all stakeholders shall be accounted under head ‘CSR’. However, the expenditure incurred on baseline survey and impact assessment study should be within the overall limit of 5% of administrative overheads of CSR spending or as provided for under the CSR Rules.
- 5.4 Contribution to Corpus of a Trust/ Society/ Section 8 companies etc. as qualified under Clause 9 of the Policy
- 5.5 Salaries paid by the Company to regular CSR staff as well as to volunteers of the companies (in proportion to company’s time/hours spent specifically on CSR) may be factored into CSR project cost as part of the CSR expenditure.
- 5.6 The Company may build CSR capabilities of its personnel or implementation agencies through institutions including international agencies with established track records of at least three years, provided that the expenditure for such activities does not exceed 5% of the total CSR expenditure of the Company a financial year.
- 5.7 In case of failure to spend the allocated budget amount for CSR of any particular Financial Year, the reasons for not spending the amount shall be specified in the Board’s Report. The unspent CSR amount, if any, shall be transferred by the company to any fund included in Schedule VII of the Act.”.
- 5.8 The following expenditure, if so incurred, shall not be considered CSR Expenditure for the purpose of the Act and CSR Rules made there under:
- (i) 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;
  - (ii) the CSR projects / programs / activities that benefit only the employees of the company and their families
  - (iii) Contribution of any amount directly or indirectly to any political party.



- (iv) activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services;
- (v) activities carried out for fulfillment of any other statutory obligations under any law in force in India;

5.9 While selecting CSR activities / projects from the activities listed in Schedule VII of the Act, priority will be given to the issues which are of foremost concern in the national development agenda, like safe drinking water for all, provision of toilets especially for girls, health and sanitation, education etc. The main focus of CSR & Sustainability policy will be on sustainable development and inclusive growth, and to address the basic needs of the deprived, underprivileged, neglected and weaker section of the society which comprises of SC, ST, OBC, minorities, BPL families, old or infirm, women/girl child, physically challenged etc. CSR activities / projects will be selected by IRCON based on the Annual Theme, if any, announced by DPE or the Ministry of Railways. The Budget / expenditure on such CSR activities shall not be less than specified limit as decided for the Annual Theme, however, the Board on recommendation of the CSR Committee may decide for any higher amount or percentage for such CSR activities under the Annual Theme.

5.10 The excess amount, if any, spent by the company in excess of the requirement for any financial year shall be dealt as per the provisions of the Act and CSR Rules made thereunder.

- (i) Expenses incurred by the Company for the fulfillment of any Act / Statute of regulations (such as Labour Laws, Land Acquisition Act etc.) would not be account as CSR expenditure.
- (ii) Wherever IRCON is executing the project, expenses incurred on shifting and replacement or re-provisioning of utility (e.g., electricity, water, sanitation, etc.) on pathways shall be charged to the project, and be not accounted for as CSR Expenditure.

## **6 Baseline Survey & Documentation**

6.1 Although baseline surveys are generally considered to be very useful scientific tools for a fairly exact measurement of such needs, baseline surveys will not be adopted for those cases where credible documentary evidence of having got the need assessment study done through IRCON's own resources or through some specialized agency, or having accessed reliable data in this regard from recognized authoritative secondary sources is available.

### **6.2 Meticulous documentation relating to proposals for CSR projects / programs / activities**

The Project heads would be encouraged to prepare and submit proposals for CSR Activities in their respective project areas to the Nodal Officer, by end of November month, for processing and for approval, before it is placed before the CSR & Sustainability Committee.

## **7. Approval of CSR Activities**

- 7.1 CSR & Sustainability Committee will recommend the areas and activities to be undertaken. The activities so approved and recommended by CSR & Sustainability Committee shall be put up to BoD for its approval / ratification.

Also, in order to expedite the implementation of CSR activities recommended by the CSR & Sustainability Committee, Nodal Officer is authorized to take up the execution of the recommended CSR activities pending its approval from BoD. However, no financial commitment shall be made except with approval or ratification of BoD.

- 7.2 The amount on CSR activities will be spent as approved by the Board on recommendation of the CSR Committee. However, amendment in the amount is allowed subject to the following:
- (i) change in cost upto  $\pm 10\%$  : with the approval of the Project Head / Nodal Officer of CSR.
  - (ii) change in cost beyond  $\pm 10\%$  to  $\pm 25\%$  : with the approval of the concerned Director.
  - (iii) change in cost beyond 25% : to put up the matter before CSR Committee for approval.

Amendment should be without any change in the quantity and scope of the CSR activity approved by the Board.

## **8. Monitoring of CSR Activities**

### **8.1 Functions of the CSR & Sustainability Committee**

The CSR Committee shall formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy, which shall include the following, namely:

- (a) the list of CSR projects or programmes including Ongoing Projects that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
- (b) the manner of execution of such projects or programmes
- (c) the modalities of utilization of funds and implementation schedules for the projects or programmes;
- (d) monitoring and reporting mechanism for the projects or programmes; and
- (e) 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.”

- 8.2 Monthly progress reports will be submitted by the project level committee to the Nodal Officer, who in turn compile the reports and put up the progress report to the CSR & Sustainability Committee / BoD for review.

## **9. Implementation/Undertaking of CSR Activities**

- 9.1 Those CSR activities, which are closely aligned with the strategy of the Company & the areas where the company has core competence, like creation of infrastructure, the implementation of CSR activity will be taken up with the Company’s own manpower & resources, following the due procedure and transparency norms. In such cases evaluation shall be assigned to an independent external agency for sake of objectivity and transparency.

- 9.2 In other cases, where the Company does not have in house expertise, the CSR activities can be undertaken by the Company 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.

- 9.3 In addition, while implementing CSR projects through specialized agencies, every possible effort would be made to verify the reliability and clean track record of such agencies and their selection would be done following the procurement guidelines as per Company Policy, unless and until a special policy is evolved by the BoD specifically for CSR activities.

The specialized agency shall fulfill the following qualifying criteria for the implementation /undertaking the CSR activities:

1. Agencies, who intends to undertake any CSR activity, shall register itself with the Central Government by filing the form CSR-1 electronically with the Registrar and comply with the such other requirement as become applicable from time to time.
2. It should possess a permanent office/address in India and the members should be predominantly Indian citizens.
3. It should have an established track record of at least three years in undertaking similar activities.

4. It should not have any political affiliations.
  5. It should possess valid PAN number along with valid income tax exemption certificate of 12AA, 80G etc.
  
  6. Agencies who undertake skill development training Programme or vocation training courses shall have valid recognition from any Govt. department/Corporation/ Institution like NCVT or NSDA or similar directly under the control of Ministry of Skill Development & Entrepreneurship.
  7. Experience profile of the agency should indicate similar experience of at least three years in successful completion of similar nature of project. Executing agency shall provide certificate from Chartered Accountant as proof to receive amount to execute the similar work and its utilization. Also the agency shall fulfill the following turn over criteria-
    - CSR Projects up to Rs. 20 lakhs – Rs. 10 lakhs turnover in any of the preceding three years.
    - CSR projects beyond Rs. 20 lakhs – 100% of project value as turnover in any of the preceding 3 years.
  8. Annual Accounts of at least previous three years of the agency must be audited by Chartered Accountant.
  9. Agency shall further furnish the declaration for not being blacklisted by any Govt. department/ ministry/ PSU/ municipal body etc.
- 9.4 The Company may also collaborate with other companies for undertaking projects or programs or CSR activities in such a manner that the CSR committees of respective companies are in position to report separately on such projects or programs in accordance with these rules.
- 9.5 (i) Memorandum of Understanding (MOU) /Agreement is to be signed for every CSR project for the purpose of clarity even if the CSR project is being executed by IRCON. The said MOU/ Agreement should define time frame and deliverables.
- (ii) Before putting up new CSR proposals for approval for the next year, carried forward works of previous year along with amount approved by CSR & Sustainability Committee for such project, actual amount spent and commitment which is pending for execution should be put up.
- 9.6 “Ongoing Project” shall mean a multi-year project undertaken by the Company in fulfilment 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.

9.7 Unspent Amount of an ongoing CSR Project shall be transferred to separate bank account i.e. “Unspent Corporate Social Responsibility Account” within a period of 30 days from the end of the FY.

## **10 . Key areas for selection of CSR activities**

10.1 Keeping the main objective in view, the key areas to be identified for implementation of CSR activities should be as per Schedule VII of the Companies Act, 2013 as amended from time to time as annexed hereto as **Annexure - I**

10.2 Any surplus arising out of the CSR activities shall not form part of the business profit of the company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund Specified in Schedule VII of the Act, within a period of six months of the expiry of the financial year.

## **11. Evaluation / Impact assessment**

11.1 Upon completion, the CSR Project(s) with outlay of Rs.1 crore or more of a singly project, shall be evaluated by an independent external agency in terms of achievement of goals. However, if none of the projects are of Rs.1 crore then as decided by the CSR Committee , upto 10 projects of the corresponding year shall be evaluated.

11.2 Test of the success of any CSR activity / project shall be its social, economic or environmental impact thereof. Outcome related to the objective set at the time of need assessment study. As impact assessment study requires specialized skills and tools for advocacy research, it may be carried out by specialized agency.

## **12. CSR Reporting and disclosure**

12.1 The Board of Directors of the Company shall after taking into account the recommendations of the CSR & Sustainability Committee, approve the CSR & Sustainability Policy for the Company and disclose its contents  
(i) in Board’s Report (as a separate annual report on CSR); and  
(ii) on Company’s website, as per the particulars mentioned in the Act.

The said annual report on CSR shall be in such form attached as **Annexure-II** which broadly includes the following:

(i) Brief outline of the Company’s CSR & Sustainability policy, including overview of the projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and projects or programs.

- (ii) The composition of the CSR & Sustainability Committee.
- (iii) Prescribed CSR budget and details of CSR expenditure made during the respective financial year.

### **13. Miscellaneous:**

- (i) This Policy will override the earlier policy of CSR and Sustainability Policy of IRCON, approved by Board.
- (ii) The Company, its Board, CSR Committee shall be abiding by amendments, if any, made subsequently in any of the statutory laws and government guidelines related to CSR.

Chairman & Managing Director of the Company is empowered to approve any subsequent amendment(s) in the Policy required in compliance with the Companies Act 2013 and rules made thereunder, DPE Guidelines on Corporate Social Responsibility and Sustainability for CPSEs or any statutory enactment, however, such amendment will be placed before the CSR Committee and Board for information in their subsequent meeting.

\*\*\*\*\*