CORPORATE SOCIAL RESPONSIBILITY POLICY

Approving Authority	Board of Directors of Whispering Heights Real Estate Private Limited **("the Company")**
Adopted on	October 22, 2026
Effective Date	This policy on corporate social responsibility of the Company **("CSR Policy / Policy"**) shall come into effect from the date of its approval, i.e. adoption in the meeting of the Board of Directors (the Board) and as amended from time to time

1. OBJECTIVE

The objective of this Policy document is to articulate Company's philosophy of social responsibility, to define the area chosen by the Company to impact the Society with its efforts towards corporate social responsibility and to define the governance & monitoring framework for ensuring effectiveness of the Policy.

This Policy has been prepared in consonance with Section 135 of the Companies Act, 2013, (**"Act"**) Companies (Corporate Social Responsibility Policy) Rules, 2014 ("**Rules**") as amended. For the purpose of this Policy, the Act, the Rules and Schedule VII as amended from time to time, are hereinafter referred to as the **"CSR Legal Framework"**. The CSR Policy shall apply to all corporate social responsibility ("**CSR**") activities undertaken by the Company as per the CSR Legal Framework.

2. Definition:

Words and expressions used in this Policy and not defined specifically shall have the meanings respectively assigned to them under the CSR Legal Framework.

3. PHILOSOPHY

CSR is the Company's commitment to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical. The Company believes that corporate development has to be inclusive and every corporate has to be responsible for the development of a just and humane society that can build a national enterprise.

4. KEY THRUST AREAS AND APPROACH TO CSR ACTIVITIES

While the Central Government of India has spelt out the CSR activities under Schedule VII to the Act, in order to build focus and have more impactful execution, the Company's CSR efforts will be primarily dedicated in following 4 areas:

Education	Access to quality education and skill enhancement
Health	Healthcare for all
Environment	Environmental sustainability, ecological balance, conservation of natural resources
Disaster Response	Building capabilities for responding to disasters / mitigating the impact of disasters

However, in addition to aforesaid key thrust areas, the Company is committed to attend to any of activities outlined in Schedule VII as amended from time to time, which the CSR Committee and

Board of Directors may consider and approve / ratify as a part of CSR activities.

The Board and / or its Committee has authorised and may authorise, such persons as they may deem fit from time to time, to identify the CSR activities and projects and to commit and/or incur the CSR expenditure pursuant to the Policy and CSR Legal Framework, which shall be presented to the Committee for its noting and recommendation to the Board for ratification.

5. COVERAGE AND SELECTION OF CSR ACTIVITIES

The CSR Activities shall be undertaken in locations within India and preferably within (but not limited to) the local areas around which the Company operates.

The CSR activities ("**CSR Activities**") shall mean the activities undertaken by a Company in pursuance of its statutory obligation laid down under the CSR Legal Framework and shall not include activities specifically excluded under the CSR Legal Framework, presently being:

- projects or activities not falling within purview of Schedule VII (Annexure 1),
- activities undertaken in pursuance of normal course of business of the Company,
- 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,
- direct or indirect contribution to any political party under Section 182 of the Act,
- activities benefitting employees of the Company as defined in clause (k) of section 2 of the Code on Wages, 2019,
- activities supported by the Company 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.

6. CSR COMMITTEE

The CSR Committee shall be constituted in accordance with the CSR Legal Framework and shall meet as often as its members may deem necessary to perform inter-alia the following duties and responsibilities:

i. Formulate and recommend to the Board, the CSR Policy,
ii. identify specific CSR programmes / projects areas to be undertaken by the Company,
iii. Recommend to the Board for its
    a) ratification of the CSR Activity and the projects undertaken and amount of expenditure committed and/or incurred thereunder, pursuant to the authority delegated by the Board or any Committees of the Board from time to time or
    b) consideration and approval, the CSR Activity and the projects to be undertaken and amount of expenditure to be incurred thereunder,
iv. Formulate and recommend to the Board, an annual action plan pursuant to this Policy, which shall include such details as may be prescribed under the CSR Legal Framework from time to time. The Board may alter such plan at any time during the financial year or otherwise, as per the recommendation of CSR Committee, based on the reasonable justification to that effect.
v. Monitor the CSR Policy and execution of CSR Activities from time to time and recommend changes to the Board if necessary,
vi. Prepare an annual report of the CSR Activities undertaken for each financial year and submit such report to the Board,
vii. Undertake impact assessment through an independent agency, of CSR projects having outlay of Rs. 1 Crore or more, if any, and which have been completed not less than one year

before undertaking the impact study, in the event Company's average CSR obligation is of Rs. 10 crore or more in immediately 3 preceding financial years or as may be prescribed under the CSR Legal Framework and place such Report before the Board, and

viii. Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors, or as may be specified under CSR Legal Framework, from time to time.

The CSR Committee shall also monitor the amount lying in the Company's Unspent CSR Account, irrespective of fulfilment of CSR eligibility criteria.

Where the amount required to be spent by the Company on CSR does not exceed Rs. 50 lakh in any financial year, the requirement for constitution of a CSR Committee shall not apply and the functions of the CSR Committee under the CSR Legal Framework shall be discharged by the Board of Directors.

7. RESPONSIBILITIES OF THE BOARD

i. (a) Approving the CSR Policy, annual action plan, CSR Activities and projects and the CSR expenditure after taking into consideration, the recommendations made by the CSR Committee or any modification thereunder, and
(b) Ratify CSR Activities and projects and the CSR expenditure committed and/or incurred basis the authority delegated by the Board or any Committees of the Board from time to time.

ii. The Board may alter annual action plan at any time during the financial year or otherwise, as per the recommendation of CSR Committee, based on reasonable justification to that effect.

iii. Ensure the CSR spending for every financial year of at least 2% (two percent) of average net profits made during immediately preceding 3 financial years, in pursuance with this CSR Policy. If the Company fails to spend the aforesaid amount then the Board's Report prepared under section 134 of the Act, shall specify the reasons for not spending the amount and transfer the same as specified under this Policy and/or CSR Legal Framework.

iv. Ensure that CSR Activities included in the CSR Policy are undertaken by the Company and / or the Implementing Agency, as permitted, and such activities are related to the activities specified in CSR Legal Framework.

v. In case of ongoing projects, monitoring the implementation of the project in line with the approved timelines and year – wise allocations and shall be further authorized to make modifications thereto if required subject to the same being within the overall permissible time period.

vi. Satisfy itself that the funds have been utilized for the purpose and in the manner, as approved by them and the Chief Financial Officer / person responsible for the financial management of the Company, to certify to the effect.

vii. Ensure the administrative overheads shall not exceed the limits specified under the CSR Legal Framework, presently being 5% (five percent) of total CSR Expenditure of the Company for each Financial Year.

viii. Ensure 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 or permissible CSR project(s) or 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 the Fund specified in Schedule VII within the stipulated period of time.

ix. Ensure that surplus or unspent amount earmarked for CSR in any financial year is given effect as required under the CSR Legal Framework.

x. Approve the set off of the excess amount of CSR spent in a financial year, against CSR spent of upto immediate next three financial years.

xi. Ensure disclosure of CSR information on the Company's website in accordance with Rule 9 of the CSR Rules.

xii. Ensure that Directors' Report includes:

- Contents of the CSR Policy and Composition of the CSR committee,
- An annual report on the CSR in the prescribed format,
- Reasons for failure (if any) to spend required amount on CSR Activities; and
- Other disclosures as prescribed from time to time.

8. CSR EXPENDITURE

i. In every financial year, the Company shall spend a minimum of 2% (two percent) of its average Net Profits of the immediately preceding three (3) financial years, as computed in accordance with the provisions of the CSR Legal Framework or such sums as specified under the CSR Legal Framework, towards CSR Expenditure. The administrative overheads shall not exceed the limits specified under the CSR Legal Framework, presently being 5% (five percent) of total CSR Expenditure of the Company for each Financial Year.

ii. If the Company is required to undertake impact assessment pursuant to CSR Legal framework, then such expenditure can be booked towards Corporate Social Responsibility for a given financial year, which shall not exceed 2% (two percent) of the total CSR expenditure for a given financial year or Rs. 50,00,000/- (Rupees fifty lakh only), whichever is higher.

iii. Any capital asset created/acquired out of CSR funds shall be held by (a) a company established under section 8, or (b) a registered public trust or society with CSR registration number, or (c) beneficiaries of the CSR project, in the form of self-help groups, collectives, entities; or (d) a public authority.

iv. Expenditure incurred towards subscription to zero coupon zero principal instruments shall be subject to the limits and conditions prescribed under the CSR Legal Framework.

9. TREATMENT OF UNSPENT / EXCESS AMOUNTS IN RESPECT OF CSR ACTIVITIES AND SURPLUS ARISING OUT OF CSR ACTIVITIES

The Company shall ensure that any unspent amount under its CSR obligation, excess spent amount toward CSR expenditure and/or surplus arising out of the CSR Activities shall be treated in accordance with the CSR Legal Framework and as may be approved by the Board, from time to time.

10. IMPLEMENTATION

i. The Company shall undertake its CSR Activities directly itself or through Implementing Agencies and/in such manner as may be prescribed under the CSR Legal Framework. Such Implementing Agency shall be either:

- A company under Section 8 of the Act, registered public trust or registered society exempted under sub-clauses (iv), (v), (vi), or (via) of Section 10(23) of the Income Tax Act, 1961 ('IT Act"), registered under 12A and also approved under 80G of the IT Act.
- Any entity established under an Act of Parliament or State Legislature.
- A Company under Section 8 of the Act, registered public trust or registered society as aforementioned with an established track record of at least 3 years in undertaking similar activities.

ii. Implementing Agency shall be registered with the MCA by filing Form CSR-1 and obtaining a unique CSR Registration Number.

iii. The Company may also collaborate with other companies to undertake CSR Activities in

such a manner that each company is in a position to report separately on such CSR projects.

iv. While partnering with Implementing Agency, all requisite information and documentation as listed in Annexure 2 would be obtained and necessary documentation would be completed.

v. CSR programmes/ projects to be undertaken by the Company will be identified by the CSR Committee, the Board or any person authorised by the Board or any Committees of the Board from time to time.

vi. The CSR Committee and/or any person authorised by the Board or any Committees of the Board from time to time, shall recommend the CSR programmes / projects, specifying modalities of its execution and the amount of expenditure to be incurred on the programmes/ projects.

vii. Upon recommendations of the CSR Committee and/or any person authorised by the Board or any Committees of the Board from time to time, the Board shall
   a) approve such CSR projects/programs and the amount of expenditure or
   b) ratify CSR Activities and projects and the CSR expenditure committed and/or incurred basis the authority delegated by the Board or any Committees of the Board from time to time.

viii. Notwithstanding anything contained to the contrary, any person authorised by the Board or any Committees of the Board from time to time, may identify the CSR Activities and projects and to commit and/or incur the CSR expenditure as per the Policy and CSR Legal Framework from time to time, which shall be presented to the CSR Committee for its noting and recommendation to the Board for its ratification.

ix. The Company may engage international organisations for designing, monitoring and evaluation of the CSR projects or programmes as the CSR Committee and/or the Board may deem fit as well as for capacity building of the own personnel for CSR.

x. The Company may implement CSR Activities through subscription to zero coupon zero principal instruments issued by an eligible not for profit organisation registered with the Social Stock Exchange segment of a recognised Stock Exchange in accordance with the regulations made by the Securities and Exchange Board of India.

11. MONITORING

i. The Company shall regularly monitor the annual action plan, CSR Activities and the CSR projects.

ii. The CSR Projects taken up through Implementing Agency shall be monitored & evaluated at regular intervals.

iii. The Chief Financial Officer or person responsible for financial management shall certify that the funds disbursed for CSR have been utilized for the purposes approved by the Board

12. GENERAL

Any or all provisions of the CSR Policy would be subject to revision/amendment by the Board of Directors of the Company, in accordance with the CSR Legal Framework and any other guidelines on the subject as may be issued by the Central Government from time to time.

In case of any conflict between provisions of this Policy and the CSR Legal Framework, the provisions of CSR Legal Framework shall supersede. Notwithstanding the absence of any provisions of the CSR Legal Framework in this Policy, the Company shall comply with such provisions as if they are part of the CSR Policy.

The CSR Committee or any person so authorised by the Board shall settle all queries, differences or doubts that may arise in relation to the implementation of the CSR Policy and CSR programmes/

projects as may be approved by the Board.

Approved by the Board of Directors of Whispering Heights Real Estate Private Limited by resolution passed through circulation on October 22, 2026.

For and on behalf of Whispering Heights Real Estate Private Limited

Sunil Hingorani
Director
DIN: 00630508

ANNEXURE 1

CSR activities Listed in Schedule VII of the Companies Act, 2013
(as on the date of adoption of the Policy)

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 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 ('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; and

xiii. such other activities as may be permitted under the CSR Legal Framework, from time to time.

Further due to outbreak of the novel Corona Virus (COVID-19) pandemic, Ministry of Corporate Affairs vide its General Circular No. 10/2020 dated March 23, 2020 has clarified that various activities related to COVID-19 under item nos. (i) and (xii) as listed above of Schedule VII of the Act relating to promotion of health care, including preventive health care and sanitation, and, disaster management are eligible as CSR Activity.

ANNEXURE 2

Indicative list of aspects to be considered while engaging with other entities

Due diligence of the implementing agency should be conducted to check the eligibility of the organization and to ensure that its projects / programmes / activities are consistent with the CSR Legal Framework and CSR Policy. The following documents / information from the interested Implementing Agencies would be sought, as applicable:

- Memorandum of Association and Articles of Association/ Constitutional Document
- Registration certificate under applicable law;
- Audited financial statements / Accounts for the last three years
- Valid Registration Certificate under Section 80G and 12A of the Income Tax Act, 1961
  For a company established under section 8 of the Act, or a registered public trust / registered society exempted under sub-clauses (iv), (v), (vi) or (via) of section 10 (23C) of the Income Tax Act, 1961 (IT Act) or registered under section 12A and also approved under 80 G of the IT Act in Form No. 10AC.
- Form CSR-1 submitted with Ministry of Corporate Affairs and resultant unique CSR Registration number provided, effective April 1, 2021.
- Permanent Account Number (PAN) card issued under the Income Tax Act, 1961
- Details of Projects attended in last 3 Years.
- Details of the entity's organizational structure, capability, technical skills and manpower resource.
- Such other documents / certificates / details as may be required to assess the eligibility of the Implementation Agency under the CSR Legal Framework or any other applicable law for the time being in force.