



## CSR POLICY OF UPL GROUP

UPL Group has always been proud of the fact that community outreach programs at UPL began even before company started manufacturing. CSR initiatives at UPL have always been driven by the need of the community first.

UPL Group believes in contributing to harmonious and sustainable development of society and that a company's performance must be measured not only by its bottom line but also with respect to the social contributions made by the company while achieving its financial goals!

UPL in India is committed to undertake CSR activities in accordance with the provisions of Section 135 of the Indian Companies Act, 2013 and related Rules.

### 1. Objective

The objective of this document is to articulate UPL CSR Policy and outline the relevant activities for adhering to the same.

### 2. Scope

This policy shall apply to all CSR initiatives and activities being undertaken at the various UPL Locations.

### 3. CSR Vision, Mission and Values (VMV)

*Vision - To be a catalyst for a more equitable and inclusive society by supporting long term sustainable transformation and social integration.*

*Mission - We will achieve our vision by*

- Implementing need-based projects through participatory approach.
- Developing partnership.
- Transferring knowledge

*CSR Values - The values that will govern to achieve our vision are*

- Care,
- Excellence and
- Sustainability

## 4. CSR focus areas

Two core UPL values "*Always Human*" & "*Open Hearts*" are guiding force of our CSR initiatives. Hence our interventions are not restricted to the development of our neighboring communities only as we work on initiatives that cater to the wider national interest. Before undertaking any program, a sound assessment of the scope, need, projected benefits are carried out. Our commitment and interventions cater all the segment of the society and have been classified in 4 focus areas, they are:

### A. Institution of excellence

UPL and UPL promoted non-profit organizations have built institutions of excellence to RAISE RESPONSIBLE AND SKILLED HUMAN CAPITAL through Academic excellence, Holistic growth and Vocational & life skills.

### B. Sustainable Livelihood

An integrated approach that engross and covers all the major three marginal oppressed section of the society which can be enumerated as Women, Dropout youths and marginal farmer. We will focus to Improve Quality of Life of these section through:

- ✓ Agriculture Development
- ✓ Women Empowerment & Entrepreneurship
- ✓ Skill Development

### C. Nature Conservation

Focus on protecting & conserving nature and environment.

### D. Local and National Need

- *GramPragati* - specific local area needs around our Factory locations
- *United Bharat* - national need, which also include relief or rebuild which can arise from natural calamities

## 5. CSR Implementation

In accordance with sub-section (1) of section 135 of the Companies Act 2013, UPL has set up a CSR committee to advise on the company's CSR policy, and monitor the CSR activities of UPL Limited. All projects are identified as per needs of community.

The day to day implementation and execution of the CSR activities/projects shall be carried out by CSR team headed by Head - CSR.

UPL shall undertake the CSR activities

- ✓ directly
- ✓ through UPL promoted NGO's, non-profit organizations and also
- ✓ through various implementing agencies such as, NGO's, non-profit organizations, etc. Such implementing agencies shall have an established track record as prescribed under the law.

## **6. Duties and responsibilities of CSR Committee**

- a) Prepare an annual report of the CSR activities undertaken for UPL and submit such report to the Board. The CSR Committee shall be apprised by the Head CSR.
- b) 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-
  - ✓ the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act; and appended to this Policy as Appendix - 1. Appendix 1 may be revised in line with any amendments/inclusions made to Schedule VII of the Companies Act, 2013.
  - ✓ the manner of execution of such projects or programmes as specified in sub-rule (1) of Rule 4 of The Companies (Corporate Social Responsibility Policy) Rules, 2014 and any amendments thereof;
  - ✓ the modalities of utilization of funds and implementation schedules for the projects or programmes;
  - ✓ monitoring and reporting mechanism for the projects or programmes; and
  - ✓ details of need and impact assessment, if any, for the projects undertaken by UPL.
- c) Board may alter such plan any time during the financial year, as per recommendation of the CSR Committee.

## **7. Responsibility of the Board**

- a) Approve the CSR Policy and the CSR Expenditure after taking into consideration the recommendations made by the CSR Committee.
- b) Ensure the CSR spending every financial year of at least 2% of average net profits made during immediately preceding 3 financial years, in pursuance with the Policy.
- c) Ensure that CSR activities included in the CSR Policy are undertaken by UPL and that such activities are related to the activities specified in Schedule VII of the Companies Act.
- d) Ensure disclosure on the UPL website details as required under CSR Rules.

- e) Directors' Report to include:
  - Contents of the CSR Policy and Composition of the CSR committee;
  - An annual report on CSR in the prescribed format as per Appendix- 3; as notified under Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021;
  - Reasons for failure (if any) to spend required amount on CSR activities.
- f) UPL shall undertake the CSR activities directly or through a registered trust or registered society or a Section 8 company (Non-profit entity) established by the UPL Group. In case the trust, society or a Section 8 company is not established by UPL or its holding or subsidiary or associate company, then such an entity will need to have a 3 years track record of undertaking similar projects or programmes and needs to be registered.
  - To ensure that the funds are utilized for approved purpose and shall be certified by Chief Financial Officer (CFO) of UPL Limited.
  - To monitor ongoing CSR projects and modify the same as required
  - To approve annual action plan
  - To monitor admin expenses and restrict the same to 5% of the CSR spend
  - In case of excess spend in any given year, pass resolution to allocate the same to succeeding financial years, limiting to three financial year
  - To undertake Impact Assessment through an Independent Agency for projects of 1 crore or more which have been completed not less than 1 year before undertaking the impact study.

## **8. CSR Resource contribution**

In every financial year, UPL shall contribute a minimum of 2% of its average Net Profits in the immediately preceding three (3) financial years.

- CSR Expenditure shall mean all expenditure incurred in respect of specific projects / programs relating to the approved CSR activities.
- CSR Expenditure shall not include expenditure on an item not in conformity or not in line with activities which fall within the purview of the CSR activities listed in Schedule VII.
- CSR Expenditure shall not include Projects or programs, or activities undertaken outside India.

## 9. CSR Reporting

The Board in its Annual Report shall include the details of the CSR activities undertaken in the Financial Year. The particulars to be stated in the report shall be in accordance with the provisions of Section 135 of the Indian Companies Act, 2013 and related Rules.

UPL shall display on its website the contents of its CSR Policy and other information as may be required to be displayed. UPL shall mandatorily disclose the followings on its website:

- Composition of CSR Committee
- CSR Policy
- Projects approved by the Board

## 10. CSR Review, Audit and Impact Assessment

The CSR Committee shall be apprised on the implementation of the CSR activities and the progress shall be monitored on a quarterly basis.

UPL shall through its internal controls, monitoring and evaluation systems implement, assess, document and report the impact of its CSR activities/projects.

Records relating to the CSR activities and the CSR expenditure shall be meticulously maintained. The records shall be submitted for reporting and audit.

The financial audits of the implementing agencies shall also be done through periodic audits. In this regard, UPL may appoint independent external consultants for carrying out such audits.

### **Impact Assessment:**

- ✓ As per amended rules, Company having the obligation of spending the average CSR amount of Rs 10 Crore or more in the three immediately preceding financial years in pursuance of Section 135(5) of the Act, shall undertake impact assessment.
- ✓ Impact assessment to be done by an independent agency.
- ✓ Impact assessment to be done in respect of CSR projects having outlays of Rs. One crore or more, and which have been completed not less than one year before undertaking the impact study.
- ✓ The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR. Impact assessment expenditure for a financial year shall not exceed five percent of the total CSR expenditure for that financial year or fifty lakh rupees, whichever is less.



## **11. Amendment**

The Board reserve the right to amend or modify this Policy in whole or part, in accordance with any regulatory amendment or notification or otherwise, at any time without assigning any reason whatsoever. Any such amended Policy will be updated on the website of the Company. The Board hereby authorize the Company Secretary to amend the Policy for any statutory amendment / modification.

*(This policy was revised effective 1<sup>st</sup> April 2021)*

## Appendix 1 – Annual Action Plan 2021-2022

S. No	ORGANISATION	PROJECT DETAILS	SCH VII	BUDGET	NEW / ONGOING	Project Monitoring	Impact Assessment
<b>A. Institution of excellence</b>							
1	Shroff S. Rotary Institute of Chemical Technology	To provide <b>administrative cost to support "S. R. Rotary Institute of Chemical Technology" (SRICT)</b> , an institution specializing in chemical technology to provide the specific needs of the Chemical Industry in Gujarat. SRICT was established in 2011 and is one of the top 3 institutions under Gujarat Technical University which has 100 plus colleges.	Category promotion of (ii) education	5,00,00,000	ONGOING	1) No of Students. 2) Pass percentage 3) Merit Percentage	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022
2	Shroff S. Rotary Institute of Chemical Technology	To <b>convert SRICT into a private university under the name "UPL University of Sustainable Technology"</b> to groom young generation on Safety & Environment which are two key elements of Sustainability. SRICT has a unique course on Environmental Science & Technology and first Centre of Excellence on Safety in the country. Private University will have more freedom to decide syllabus, add new courses to focus on Sustainability. It is going to be first University globally, focused on Sustainability and will work on research, innovation, problem solving to have safe and clean plants.	Category promotion of (ii) education	5,00,00,000	NEW	1) No of Students. 2) Pass percentage 3) Merit Percentage	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022
3	Shroff S. Rotary Institute of Chemical Technology (CoE)	To establish <b>Centre of Excellence (COE)</b> on process safety management at SRICT and has signed MoU with M/s. Gexcon of Norway.	Category promotion of (ii) education	2,14,00,000	ONGOING	1) No of Students. 2) Pass percentage 3) Merit Percentage	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022

4	Gnyan Dham Vapi Charitable Trust	To establish <b>Simulation lab / digital classroom</b> at <b>Sandra Shroff ROFEL College of Nursing (SSRCN)</b> , Vapi. College is offering 4-year B.Sc Nursing and 2 years M.Sc Nursing courses with 55 students / year. SSRCN is the 1 <sup>st</sup> nursing college in South Gujarat and the 1 <sup>st</sup> self -financed nursing college in Gujarat.	Category promotion of education (ii)	4,00,00,000	NEW	1) No of Students. 2) Pass percentage 3) Merit Percentage	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022
5	Gnyan Dham Vapi Charitable Trust	To provide administrative cost to manage <b>Sandra Shroff Gnyan Dham School, Vapi</b> which is a top-notch school renowned for its outstanding academic performance, along with co-curricular activities. School has 1,600 students /year	Category promotion of education (ii)	50,00,000	ONGOING	1) No of Students. 2) Pass percentage 3) Merit Percentage	
6	Gnyan Dham Vapi Charitable Trust	To provide administrative cost to manage <b>Gnyan Dham Eklavya Model Residential School (EMRS), Ahwa.</b> EMRS is working to improve quality of education for poor tribal students. EMRS has 350 students /year	Category promotion of education (ii)	50,00,000	ONGOING	1) No of Students. 2) Pass percentage 3) Merit Percentage	
<b>B. Sustainable Livelihood</b>							
7	S. R. Shroff Aajivika Trust (SRSAT)	To implement <b>UPL Pragati</b> to create sustainable livelihood with a sharper focus on farming community, unskilled youth and women to improve the quality of life in the long term. The Strategy has three pillars. 1. Skill development thru UPL Niyojaniy. 2. Entrepreneurship thru UPL Udyamita. 3. Agriculture development thru UPL KhedutPragati	Category (i), (ii), (iii), (vi), (vii), (x)  (i) eradicating extreme hunger and poverty; (ii) promotion of education; (iii) promoting gender equality and empowering women;	60,00,000	ONGOING	1) No of youths. 2) No of Farmers 3) No of Women 4) Increase in income level.	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022



			(vi) ensuring environmental sustainability; (vii) employment enhancing vocational skills; (viii) social business projects; (x) Rural Development / Slum Development				
<b>C. Nature Conservation</b>							
8	S. R. Shroff Aajivika Trust (SRSAT)	To implement <b>UPL Vasudha</b> for conservation and protection of the flora and fauna of the region and instill sustainable practices amongst the community who are an important stakeholder. The initiatives under UPL Vasudha are 1) Sarus Conservation 2) Social Forestry & Mangrove Plantation 3) Eco-Clubs 4) Water Conservation 5) Deer & Ungulate Breeding Project, Vandsa	Category (ii), (vi)  (ii) promotion of education; (vi) ensuring environmental sustainability;	1,33,89,500	ONGOING	1) Number of farmers 2) Social Forestry / Mangrove plantation acreage 3) Water conservation quantity.	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022
<b>D1. Local Area Need</b>							
9	Direct by Company	To implement <b>UPL School Sanitation</b> to provide better sanitation facilities in schools and community. Project focuses on 3 key aspects: <ul style="list-style-type: none"> <li>• Construction of toilets in schools and public spaces with appropriate drainage and cleaning mechanism.</li> <li>• Elimination of social and cultural barriers to increase toilet usage.</li> <li>• Promote better hygiene practices in villages to enhance overall sanitation environment.</li> </ul>	Category (iv) (X) (iv) reducing child mortality and improving maternal health; (x) Rural Development / Slum Development	1,00,00,000	ONGOING	1) Number of toilets constructed 2) Number of School / students	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022

10	Direct by Company and with local NGO's working in area	To implement <b>UPL GramPragati (Local Area Need) project</b> for development of communities around UPL's operation zones through various projects on livelihood, social and economic development. Also, to ensure that local communities have access to necessary facilities such as hospitals, educational institutes and opportunities for sustainable social development.	Category (i) (ii) (iii) (iv) (x) (i) eradicating extreme hunger and poverty; (ii) promotion of education; (iii) promoting gender equality and empowering women; (iv) reducing child mortality and improving maternal health (x) Rural Development / Slum Development	1,40,00,000	NEW	1) Detail of work done. 2) Number of people who got benefited.	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022
<b>D2. National Area Need</b>							
11	With partner organisations working in respective geographical area	To implement <b>United Bharat (National Area Need) project</b> for transcending beyond UPL neighbourhoods to work with individuals and organizations to ensure growth and development needs of the India are met through: <ul style="list-style-type: none"> <li>Proactive initiatives in the interest of the nation</li> <li>Support to Trust's and institutions in various capacities- giving monetary aid, extending our skills, management support, mentoring and more</li> <li>Relief and rehabilitation efforts</li> </ul> <p>To achieve the above, we are working with multiple partners with active support and involvement of all stakeholders.</p>	Category (i) (ii) (iii) (vi) (vii) (x) (i) eradicating extreme hunger and poverty; (ii) promotion of education; (iii) promoting gender equality and empowering women; (vi) ensuring environmental sustainability;	2,87,00,000	ONGOING	1) Detail of work done. 2) Number of people who got benefited.	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022

			(vii) employment enhancing vocational skills; (x) Rural Development / Slum Development				
12	Direct by Company	To implement <b>United Against Child Labour (Project UAACL) - Initiative</b> to eliminate all forms of child labour in seed supplier farms and to ensure education for these children. India has one of the highest numbers of working children worldwide as per a study conducted by International Labour Organization (ILO) with a majority of them employed in agriculture alone. Small and marginal farmers resort to child labour to manage their fields which deprives these children of their basic rights and is even detrimental to their growth.	Category (i) (x) (i) eradicating extreme hunger and poverty; (x) Rural Development / Slum Development	1,00,00,000	ONGOING	1) Number of initiatives. 2) Number of School Children	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022
13	Friends of Tribal Society	To provide administrative cost to run and manage <b>Ekal Vidyalaya</b> - an institution established at the village level to provide holistic learning opportunities to the entire village community including women, children, youth, farmers, panchayat members et al. These centres of learning are established with the support of the Gram Samiti and is managed by them to enhance self-reliability at the local level. This program also ensures continuous learning even in the remotest of the locations	Category (i) (ii) (i) eradicating extreme hunger and poverty; (ii) promotion of education;	1,00,00,000	ONGOING	1) Number of School. 2) Number of School Children	<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2021-2022
14	Global Parli Project	To provide administrative cost for <b>Global Parli project</b> that works in a focused manner with villagers in Marathwada since its inception in 2016. The Global Parli project strategy comprises of four phases or steps that can be replicated and scaled up across the country: <ul style="list-style-type: none"> <li>• Winning hearts and restyling mindsets by creating a movement for change through 360° development.</li> <li>• Water harvesting and its management to ensure water security. Reducing dependency on rain-fed agriculture.</li> </ul>	Category (i) (ii) (iii) (vi) (vii) (x) (i) eradicating extreme hunger and poverty; (ii) promotion of education; (iii) promoting gender equality	60,00,000	ONGOING	1) Detail of initiatives. 2) Number of beneficiaries	

		<ul style="list-style-type: none"> <li>• Mass plantation by motivating farmers to change cropping patterns to horticulture using training, knowledge, and technology.</li> <li>• Use of latest technology, innovative marketing and value addition processes to magnify the increased incomes.</li> </ul>	and empowering women; (vi) ensuring environmental sustainability; (vii) employment enhancing vocational skills; (x) Rural Development / Slum Development				
15	Save the Children India	To provide administrative cost to <b>Save the children, India (SCI)</b> , which is working since 1988 to make India a child-friendly nation. SCI endeavours to prevent exploitation and discourage all other forms of discrimination of vulnerable women and children. The aim is to empower them to lead a life of dignity, self-respect and independence. Through this initiative children with special needs are combined with the mainstream children to encourage overall improved student learning.	Category (i) (ii) (i) eradicating extreme hunger and poverty; (ii) promotion of education;	30,00,000	ONGOING	1) Detail of initiatives. 2) Number of children.	
16	S. R. Shroff Aajivika Trust	To implement <b>Narmada Project</b> to transform rural village through empowering Farmers and providing them sustainable livelihoods	Category (i) (vi) (viii) (x) (i) eradicating extreme hunger and poverty; (vi) ensuring environmental sustainability; (viii) social business projects; (x) Rural Development / Slum Development	1,50,00,000	NEW		<b>YES.</b> Initiative Qualifies for 3 <sup>rd</sup> party impact assessment and same will be done in 2022-2023

