



VIPUL LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY (CSR POLICY)

The Board of Directors (“the Board”) of Vipul Limited (“the Company”) has adopted the Corporate Social Responsibility Policy (“CSR Policy”).

CSR OBJECTIVE & POLICY

Vipul Limited recognizes that its business activities have wide impact on the societies in which it operates and therefore, practice its corporate value through its commitment to grow in a social and environmentally responsible way, while meeting the interest of its stakeholders.

The main objective of CSR Policy is to lay down guidelines for carrying out/undertaking Corporate Social Responsibility Activities (CSR Activities/Projects”) by the Company, in line with the requirements of the Companies Act, 2013 and rules made thereunder. The CSR policy will be monitored by the CSR Committee from time to time.

CSR COMMITTEE

In compliance of the requirement of Section 135 of the Companies Act, 2013 and relevant rules made thereunder (“Regulations”) the Company has constituted CSR committee consisting of the following Directors as its member:

1. Mr. Vikram Kochhar
2. Mrs. Ameeta Verma Duggal
3. Ms. Vishaka Beriwal

The Board shall have the power to make any change(s) in the constitution of the Committee.

TERMS & REFERENCE:

- Formulate and recommend to the Board, the CSR Policy which shall indicate the projects to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013.
- Recommend the amount of expenditure to be incurred on CSR activities/projects.
- Monitor the CSR Policy from time to time and recommend changes to the Board, if any.
- Institute a transparent monitoring mechanism for CSR policy.
- Perform such functions as may be detailed in the Companies Act, 2013 read with rules made thereunder.

CSR ACTIVITIES\PROJECTS

The Policy recognizes that corporate social responsibility is not merely compliance; it is a commitment to support initiatives that measurably improve the lives of underprivileged by one or more of the following focus areas as notified under Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended from time to time:

- Eradicating hunger, poverty & malnutrition, promoting health care including preventive health care & sanitation and making available safe drinking water;
- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly & the differently-abled and livelihood enhancement projects;
- Promoting gender equality, empowering women, setting up homes and hostels for women & orphans; setting up old-age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially & economically backward groups;
- Ensuring environmental sustainability, ecological balance, protection of flora & fauna, animal welfare, agro-forestry, conservation of natural resources and maintaining quality of soil, air & water;
- Protection of national heritage, art & culture including restoration of buildings and sites of historical importance & works of art; setting up of public libraries, promotion & development of traditional arts & handicrafts;
- Measures for the benefit of armed forces veterans, war widows & their dependents;
- Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- Contributions or funds provided to technology incubators located within academic institutions, which are approved by the Central Government;
- Rural development projects.
- Slum area development.
- Any such other activities which may be recognized by the Ministry of Corporate Affairs from time to time.

CSR EXPENDITURE

- The Company would strive to spend at least 2% (two percent) of the average Net Profits of the Company made during the three immediately preceding financial years.
- The amount to be spent on CSR activities shall be calculated in accordance with the provisions of the Act and Rules made thereunder.
- Amount spent on CSR projects or programs or activities undertaken in India only shall amount to CSR expenditure.
- The surplus arising out of the CSR activity/projects shall not form part of the business profits of the Company.
- Expenses incurred for the fulfillment of any act / statute of regulations (such as Labour Law, Land Acquisition Act etc.) would not count as CSR expenditure under the Companies Act.
- It includes all expenditure including contribution to corpus, for projects/programs relating to CSR activities approved by the Board on the recommendation of its CSR committee, but does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Companies Act, 2013.

IMPLEMENTATION OF CSR ACTIVITIES

- The Company may undertake CSR activities through registered trust or a registered society or a company established by the Company or its holding or subsidiary or associate company under Section 8 of the Act or otherwise.
- The Company can carry out the CSR activities through any other trust or society or company which is not established by the Company or its holding or subsidiary or associate company provided that it shall have an established track record of three years in undertaking the similar programs or projects and the Company has specified the projects or programs to be undertaken by these entities, modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism.
- The Company may collaborate with other companies for undertaking the CSR activities subject to fulfillment of separate reporting requirements as prescribed, in the Regulations.
- The CSR activities shall not include any activities undertaken by the Company in pursuance of normal course of business of the Company.
- Any amount directly or indirectly contributed to any political party shall not be considered as CSR activities.

REPORTING

The Company will make following disclosures in its Board Report:

- Composition of CSR Committee.
- Contents of CSR policy and placing it on website of the company.
- Reason for not spending the CSR amount.
- CSR activities/projects undertaken by the Company and amount spent.
- Annual report on CSR containing particulars as per annexure as specified in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

A responsibility statement by the CSR Committee that the implementation and monitoring of CSR policy, is in compliance with CSR objective and policy of the Company, will be included in the Annual Report on CSR Activities.

AMENDMENT

The Board may review and amend this policy from time to time subject to the recommendations of Corporate Social Responsibility Committee (“CSR Committee”).