

# **UO** // **UNIQUE ORGANICS LIMITED**

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## **CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY**

### **1. INTRODUCTION**

Corporate Social Responsibility (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.

**UNIQUE ORGANICS LIMITED** in India is committed to undertake CSR activities in accordance with the provisions of Section 135 of the Companies Act, 2013 read with Rules thereunder.

**UNIQUE ORGANICS LIMITED** 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. **UNIQUE ORGANICS LIMITED** commits itself to contribute to the society in ways possible for the organization and has set up the core CSR team, as a means for fulfilling this commitment.

### **2. OBJECTIVES & PURPOSE**

The objective & key purpose of this policy is:

- (i) To develop a long-term vision and strategy for **UNIQUE ORGANICS LIMITED**'s CSR objectives.
- (ii) To establish relevance of potential CSR activities to **UNIQUE ORGANICS LIMITED**'s core business and create an overview of activities to be undertaken, in line with Schedule VII of the Companies Act, 2013.
- (iii) To promote projects that are:
  - a) Sustainable and create a long term change;
  - b) Have specific and measurable goals in alignment with **UNIQUE ORGANICS LIMITED** philosophy;
  - c) Address the most deserving cause or beneficiaries.
- (iv) To establish process and mechanism for the implementation and monitoring of the CSR activities for **UNIQUE ORGANICS LIMITED**.

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## 3. CSR COMMITTEE COMPOSITION

Our CSR governance structure will be headed by the Board Level CSR committee that will be ultimately responsible for the CSR projects undertaken, their implementation and monitoring process. The CSR Committee of the Board of directors has been composed of three Directors viz as viz:

- (i) **Smt. Madhu Kanodia**, Non Executive Director and Chairperson of the CSR Committee)
- (ii) **Shri Sanjay Sharma**, Independent Director
- (iii) **Shri Amardeep Singh Ahluwalia**, Independent Director

The CSR Committee includes two (2) independent directors as Members of the CSR Committee; further the Board may replace any member of the CSR Committee with other member of the Board.

## 4. COMMITTEE MEETINGS

The committee will report to Board of Directors. The CSR Committee shall meet as often as its members deem necessary to perform the duties and responsibilities of CSR activities.

## 5. DUTIES & RESPONSIBILITIES OF CSR COMMITTEE

- (i) Review of the CSR activities to be undertaken by **UNIQUE ORGANICS LIMITED**. The CSR Committee shall be guided by the list of activities specified in **Schedule VII** to the Companies Act, 2013 (Annexure-1) amended from time to time by ministry.
- (ii) Formulate and recommend to the Board the CSR activities/programs/projects to be undertaken by **UNIQUE ORGANICS LIMITED**.
- (iii) Recommend the CSR Expenditure to be incurred on the CSR activities/programs/projects.
- (iv) Ensure transparent implementation of the CSR activities/ programs/projects and effectively monitor the execution of the same.
- (v) Prepare an annual report of the CSR activities undertaken for **UNIQUE ORGANICS LIMITED** and submit such report to the Board.

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## 6. RESPONSIBILITY OF THE BOARD

- (i) Approve the CSR Policy, recommendations for activities/ programs/ projects and the amount of CSR Expenditure after taking into consideration the recommendations made by the CSR committee.
- (ii) 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.
- (iii) Ensure that CSR activities included in the CSR Policy are undertaken by **UNIQUE ORGANICS LIMITED** and that such activities are related to the activities specified in Schedule VII of the Companies Act.
- (iv) Ensure disclosure of the contents of the CSR Policy on the **UNIQUE ORGANICS LIMITED** website.
- (v) Directors' Report for FY 2014-15 onwards to include:
  - a) Contents of the CSR Policy and Composition of the CSR committee;
  - b) An annual report on the CSR in the prescribed format.
  - c) Reasons for failure (if any) to spend required amount on CSR activities.

## 7. CSR ACTIVITIES - PROJECTS & LOCATIONS

**UNIQUE ORGANICS LIMITED** undertakes to focus on projects covered the CSR activities and other projects in line with Schedule VII of the Companies Act, 2013, including amendments from time to time by ministry, which is as under:

- (i) eradicating hunger, poverty and malnutrition, promoting preventive health care and 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 centers 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;

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- (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 and handicrafts;
- (vi) measures for the benefit of armed forces veterans, war widows and their dependents;
- (vii) training to promote rural sports, nationally recognized sports, Paralympics sports and Olympic sports;
- (viii) 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 Caste\$, the Scheduled Tribes, other backward classes, minorities and women;
- (ix) contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- (x) rural development projects.
- (xi) Slum area development.

The CSR activities shall be undertaken in locations within India. **UNIQUE ORGANICS LIMITED** shall give preference to the local areas and the areas around which **UNIQUE ORGANICS LIMITED** operates while considering the activities to be undertaken and spending the amount earmarked for CSR activities. However, **UNIQUE ORGANICS LIMITED** has a multi state presence and hence may be guided by the requirements of the specific CSR activity/program in determining the locations within India.

## 8. IMPLEMENTING CSR ACTIVITIES

**UNIQUE ORGANICS LIMITED** shall undertake the CSR activities directly and also through various implementing agencies such as, a registered trust or registered society or a Section 8 company (Non-profit entity) or otherwise as per law enforce. Such implementing agencies shall have an established track record as prescribed under the law.

## 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

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the report shall be in the prescribed format.

The CSR Committee shall provide a responsibility statement on the implementation and monitoring of the CSR Policy and that it is in compliance with CSR objectives of **UNIQUE ORGANICS LIMITED**, which statement shall form part of the Boards' Report.

## **10. WEBSITE DISPLAY**

**UNIQUE ORGANICS LIMITED** shall display on its website (www.uniqueorganics.com) the contents of its CSR Policy and other information as may be required to be displayed as per law inforce.

## **11. AMENDMENTS**

The CSR Committee is empowered to review and amend the policy and recommend the same to the Board of Directors of the Company from time to time when they find it necessary.

## **12. CSR BUDGET**

The CSR Committee will spend at least 2% of average net profits made during immediately preceding 3 financial years or as recommended by CSR Committee and approved by Board.

## **13. TREATMENT OF SURPLUSES**

Any surplus generated from CSR projects/ activates, undertaken by us will be tracked and transferred into our CSR corpus. These funds will be further used in development of the CSR projects/ activities and will not be added to the normal business profits.

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