



VADILAL INDUSTRIES LIMITED CORPORATE SOCIAL RESPONSIBILITY POLICY

PHILOSOPHY:

Recognizing that business enterprises are economic organs of society and draw on societal resources, it is the Company's belief that a company's performance must be measured by its Triple Bottom Line contribution to building economic, social and environmental capital towards enhancing societal sustainability. The Company believes that in the strategic context of business, enterprises possess, beyond mere financial resources, the transformational capacity to create game-changing development models by unleashing their power of entrepreneurial vitality, innovation and creativity. In line with this belief, the Company will continue crafting unique models to generate livelihoods and environmental capital. Such Corporate Social Responsibility ("CSR") projects are far more replicable, scalable and sustainable, with a significant multiplier impact on sustainable livelihood creation and environmental replenishment. These initiatives are independent of the normal conduct of the Company's business. Programmes, projects and activities (collectively "CSR Programmes") carried out in this regard are the subject matter of this Policy.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Corporate Social Responsibility Committee of the Company comprises the following Directors as reconstituted on 22nd July, 2020:

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| 1. Mr. Vijay Shah | - | Chairman |
| 2. Mr. Devanshu L. Gandhi | - | Member |
| 3. Mr. Kalpit R. Gandhi | - | Member |

CSR POLICY

It is The Company's policy:

1. To direct the Company's CSR Programmes, inter alia, towards achieving one or more of the following - enhancing environmental and natural capital; supporting rural development; promoting education; providing preventive healthcare, providing sanitation and drinking water; creating livelihoods for people, especially those from disadvantaged sections of society, in rural and urban India; preserving and promoting sports;
2. To develop the required capability and self-reliance of beneficiaries at the grass roots in the belief that these are prerequisites for social and economic development;
3. To engage in affirmative action interventions such as skill building and vocational training, to enhance employability and generate livelihoods for various persons including farmers;
4. To pursue CSR Programmes primarily in areas that fall within the economic vicinity of the Company's operations to ensure maximum development impact;

IMPLEMENTATION

To implement the Company's CSR Programmes through Company personnel or through external implementing agencies or through any Trust, Foundation and Section 8 Company that may be established by the Company from time to time. In such cases, the Company will specify the CSR Programmes which may be undertaken by the Trust/Foundation/Section 8 Company in accordance with their Objects and administrative and accounting processes laid down in the respective Trust Deeds/ Memoranda and Articles of Association.



GOVERNANCE

1. Every year, the Corporate Social Responsibility Committee will place for the Board's approval, a CSR Plan delineating the CSR Programmes to be carried out during the financial year and the specified budgets thereof. The Board will consider and approve the CSR Plan with any modification that may be deemed necessary.
2. The Corporate Social Responsibility Committee (CSRC) will assign the task of implementation of the CSR Plan within specified budgets and timeframes to such persons or bodies as it may deem fit.
3. The persons/bodies to which the implementation is assigned will carry out such CSR Programmes as determined by the CSR Committee within the specified budgets and timeframes and report back to the CSR Committee on the progress thereon at such frequency as the CSR Committee may direct.
4. The CSR Committee shall review the implementation of the CSR Programmes once a quarter and issue necessary directions from time to time to ensure orderly and efficient execution of the CSR Programmes in accordance with this Policy.
5. At the end of every financial year, the CSR Committee will submit its report to the Board.

CSR EXPENDITURE

CSR expenditure will include all expenditure, direct and indirect, incurred by the Company on CSR Programmes undertaken in accordance with the approved CSR Plan. Moreover, any surplus arising from any CSR Programmes shall be used for CSR. Accordingly, any income arising from CSR Programmes will be netted off from the CSR expenditure and such net amount will be reported as CSR expenditure.

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