Corporate Social Responsibility Policy

Policy fact sheet

Policy approver:	Board of Directors
Version:	Version 1
Date of Board Approval:	July 29, 2025
Scope:	The “CSR Policy” is applicable to “**Superform Chemistries Limited**” and its and its Group Companies (hereafter referred to as **SUPERFORM**) for operations in the Indian Subcontinent as per Section 135 of the Companies Act.
Access Level:	For Public Access

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1. OVERVIEW

At SUPERFORM, we recognize that our success is inextricably linked to the well-being of the communities we serve and the environment in which we operate. As responsible corporate citizens, we are committed to contributing to the social and economic development of the communities in which we operate, while also protecting the environment and promoting sustainable practices.

Our Corporate Social Responsibility (CSR) initiatives are guided by the needs of the community and are designed to promote harmonious and sustainable development of society. We believe that a company's performance should be measured not only by its financial achievements, but also by its social contributions and commitment to environmental stewardship.

SUPERFORM is committed to sustainable development and CSR. This policy outlines our commitment to the United Nations Sustainable Development Goals, the UN Global Compact, the Global Reporting Initiative (GRI), and compliance with the Section 135 of the Companies Act, 2013 ("the Act") and Companies (Corporate Social Responsibility) Rules, 2014 ("CSR Rules"), applicable to our operations in India.

2. DEFINITIONS

"**Board**" means Board of Directors of the Company.

"**Corporate Social Responsibility**" or "**CSR**" means the activities undertaken by a Company in pursuance of its statutory obligation laid down in Section 135 of the Act, but shall not include the activities as defined in clause 9 of this Policy.

"**CSR Committee**" means the Corporate Social Responsibility Committee of the Board referred to in Section 135 of the Act.

"**CSR Policy**" relates to the activities to be undertaken by the Company as specified in Schedule VII to the Act and the expenditure thereon.

3. OBJECTIVE OF THE POLICY

The objective of the SUPERFORM CSR Policy is to provide a framework for the Company and its subsidiaries to contribute to the social, economic, and environmental well-being of the communities in which we operate, while promoting sustainable development and aligning with the United Nations Sustainable Development Goals (SDGs).

This CSR Policy reflects our commitment to extending our efforts beyond business operations to include initiatives that contribute to the development of the community and society at large.

4. SCOPE OF THE POLICY

This CSR Policy encompasses both current and planned CSR initiatives undertaken by SUPERFORM across all operational locations, ensuring compliance with regional regulations. Our efforts focus on implementing projects directly and in collaboration with government and non-profit organizations to contribute to nation-building, support the country's growth trajectory through diverse social interventions, and align with the UN Sustainable Development Goals through our committed approach and guiding philosophy.

In India, the Policy will be implemented in accordance with the applicable provisions of the Act, the Companies (Corporate Social Responsibility Policy) Rules, 2014, and Schedule VII, as amended from time to time (collectively, the "CSR Provisions").

5. CSR VISION, MISSION, VALUES AND APPROACH

The core principles guiding SUPERFORM's CSR approach toward achieving its societal goals are as follows:

Vision Statement: SUPERFORM aspires to be a catalyst for a more equitable and inclusive society, driving long-term sustainable transformation and social integration of the communities we serve.

Mission Statement: Our mission is to seamlessly integrate social and environmental considerations into our business operations, products, and services, while upholding transparency, accountability, and stakeholder engagement.

Core CSR Values: The following values underpin our CSR approach:

- ✓ **Care:** Demonstrating empathy and compassion towards the communities we serve.
- ✓ **Excellence:** Striving for exceptional performance and continuous improvement in our CSR initiatives.
- ✓ **Sustainability:** Embracing environmentally responsible and socially conscious practices that ensure a better future for all.

By embracing these values, we aim to create a positive and lasting impact on the communities we serve.

CSR approach: SUPERFORM's CSR approach is guided by the 5E framework, a structured methodology that ensures our initiatives are community-driven, effective, and sustainable.

1) **Engage:** Collaborate with communities to identify priorities, understand local needs, and leverage existing strengths. This engagement enables us to develop context-specific solutions.

2) **Evolve:** Facilitate community-led needs assessments to inform responsive and effective initiatives. This approach ensures that our programs address the most pressing issues and opportunities.

3) **Enable:** Empower individuals and groups with skills, resources, and support to drive positive change. Our initiatives focus on building capacity, promoting self-sufficiency, and fostering community ownership.

4) **Enrich:** Focus on initiatives that enhance the quality of life for surrounding communities. Our programs prioritize education, healthcare, livelihood, and environmental sustainability.

5) **Evaluate:** Continuously monitor and evaluate initiatives to optimize resource allocation, improve service delivery, and demonstrate accountability. Regular assessments ensure that our programs remain effective, efficient, and aligned with community needs.

By adopting the 5E framework, UPL ensures that its CSR initiatives are impactful, sustainable, and responsive to the needs of our communities.

6. CSR FOCUS AREA

Two core values of UPL Group "**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, and projected benefits are carried out.

Our commitment and interventions cater to all the segments of society and have been classified in four focus areas:

1. **Institutions of Excellence:** Supporting and working with institutions of excellence to help needy individuals shape their careers and lives.

2. **Sustainable Livelihood:** Focusing on improving living conditions, creating opportunities for work and economic growth, reducing inequalities and building for a brighter tomorrow.

3. **Biodiversity Conservation:** Addressing issues like depleting forests, diminishing soil health etc. to create an ecosystem where we can live in harmony with nature.

4. **Inclusive Development & Growth:** Delivering decent work and economic growth for all, positively impacting household incomes, improving living standards, and boosting the overall economy.

The CSR Committee and the Board will always endeavor to ensure that the CSR spend takes place on the Focus areas identified under the Policy. However, the CSR Committee, with approval from the Board, may approve one or more projects beyond focus areas, provided that the same is in the interest of society and community at large.

Employee and Family Volunteering Program

SUPERFORM fosters a culture of giving back and shared social responsibility by encouraging and supporting employees and employee family volunteering in its CSR initiatives. The program objectives are:

- ✓ Instill a sense of individual social responsibility
- ✓ Enhance employee engagement, motivation, and satisfaction

- ✓ Develop skills and competencies through community service
- ✓ Strengthening relationships between employees, their families, and the community

By promoting employee and employee family volunteering, SUPERFORM reaffirms its commitment to social responsibility, community development, and creating a positive impact on society."

7. DEFINITION OF NORMAL COURSE OF BUSINESS FOR SUPERFORM

Superform, is a next-generation specialty chemistries company built on the pillars of innovation, sustainability, and high performance solutions. SUPERFORM serves some of the world's most dynamic and diverse sectors, including agriculture, lubricants, flame retardants, mining, healthcare, food & beverages and more.

8. CSR ACTIVITIES AS PER SCHEDULE VII OF THE COMPANIES ACT 2013.

The company will align all its CSR activities as per the categories listed under Schedule VII of the Act (as amended from time to time). Schedule VII is enclosed as Annexure 1 on page 11 of this policy.

9. ACTIVITIES THAT DO NOT QUALIFY AS CSR.

The company chooses not to consider the following activities as its CSR initiative:

a) activities undertaken in pursuance of normal course of business of the Company.
b) Projects, programmes, activities or money spent exclusively that benefit the employees of the Company and their families [as defined in clause (k) of section 2 of the Code on Wages, 2019) and their families];
c) Activities, if any, undertaken outside India, except for training of Indian sports personnel representing any state or union territory at the national or international level.
d) Activities, if any, supported on "sponsorship basis" for deriving marketing benefits for its products or services. One-off events such as marathons/awards/ charitable contribution/ advertisements/ sponsorship of TV Programmes etc.
e) Contributions made, if any, to any political party under section 182 of the Act; and
f) Activities conducted for fulfilment of any other statutory obligations under any law in force in India.

10. TARGET GROUP AND GEOGRAPHIC BOUNDARY.

To fulfil its CSR mission, SUPERFORM has outlined specific target groups and a defined geographic boundary for its CSR activities, ensuring strategic focus and meaningful impact:

Target Group (More focus will be on rural communities)

- ✓ School-Going Children
- ✓ Youth
- ✓ Women
- ✓ Small and Marginal Farmers

Geographic Boundary

SUPERFORM will adopt a need-based approach in identifying locations for its CSR initiatives, with a primary focus on areas in and around its operational hub, including seed supply chain centers, R&D facilities, and commercial locations. This strategic alignment ensures relevance and community engagement.

However, this focus does not restrict the company from extending its CSR footprint to other regions where meaningful and impactful projects can be implemented, reflecting SUPERFORM's commitment to inclusive and sustainable development.

11. IMPLEMENTATION OF CSR PROJECTS.

In accordance Section 135 of the Act, the Company shall set up a CSR committee to advise on the company's CSR policy and monitor the CSR activities of the Company. All projects are identified as per the needs of the community. The day-to-day implementation and execution of the CSR activities/projects shall be carried out by CSR team headed by Head – CSR of UPL Group.

The Company shall undertake the CSR activities:

- ➢ Directly.
- ➢ Through the UPL Group promoted NGO's, non-profit organizations; and
- ➢ Through various implementing agencies such as, NGO's, non-profit organizations, etc.

Rule 4 of the Companies (CSR Policy) Rules, 2014 provides the eligible entities which can act as an implementing agency for undertaking CSR activities are:

A. Entity established by the company itself or along with any other company – a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act,1961.
B. Entity established by the Central Government or State Government – a company established under section 8 of the Act, or a registered trust or a registered society.
C. Statutory bodies – any entity established under an Act of Parliament or a State legislature; and
D. Other bodies – a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

12. DUTIES AND RESPONSIBILITIES OF CSR COMMITTEE.

1. Prepare the annual report of the CSR activities undertaken for the Company and submit such report to the Board for approval apprised by the Head CSR of UPL Group;

2. The CSR Committee shall formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy, which shall include the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act; 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;

3. Recommend to the Board the modalities of utilization of funds and implementation schedules for the projects or programmes.

4. To review the monitoring and reporting mechanism for the projects or programmes.

5. To review the details of need and impact assessment, if any, for the projects undertaken by The Company;

6. To monitor the Corporate Social Responsibility Policy of the company from time to time.

7. The Board may alter such plan any time during the financial year, as per the recommendation of the CSR Committee.

13. RESPONSIBILITIES OF BOARD

1. Approve the CSR Policy and the CSR Expenditure after taking into consideration the recommendations made by the CSR Committee.

2. Ensure the CSR spending every financial year of at least 2% of average net profits made during the three immediately preceding financial years, in pursuance with the Policy.

3. Ensure that CSR activities included in the CSR Policy are undertaken by the Company and that such activities are related to the activities specified in Schedule VII of the Act.

4. Ensure disclosure on the Company Directors' Report and website detailed as required under CSR Rules, stated as under:

    a) contents of the CSR Policy
    b) composition of the CSR committee
    c) an annual report on CSR as per the formal prescribed in the Act, as amended from time to time
    d) all Board approved CSR projects
    e) reasons for failure (if any) to spend the required amount on CSR activities
    f) to ensure that the funds are utilized for approved purposes and shall be certified by Chief Financial Officer (CFO) of SUPERFORM.

5. To monitor Ongoing CSR projects and modify the same on reasonable justification from the CSR Committee and to approve annual action plan.

6. To monitor admin expenses and restrict the same to 5% of the CSR spend; and

7. In case of excess spending in any given year, pass resolution to allocate the same to succeeding financial years, limiting to three financial years.

14. CLASSIFICATION OF PROJECTS.

As per Section 135 and the CSR Rules, the Company defines projects into two kinds i.e., Ongoing Projects & Onetime Projects, defined as:

a. **Ongoing Projects**: those projects approved by the Board as multi- year projects with a timeline not exceeding 3 years excluding the year of commencement (also those projects that were originally single year projects however, based on reasonable justification to the Board the duration of such projects has been extended beyond one year).

b. **One-time Projects**: those projects approved by the Board for execution and closure in the same Financial Year as the year in which it is approved and NOT classified as multi-year or ongoing projects.

This classification of projects shall determine various treatments to be met out to projects.

15. CSR RESOURCE CONTRIBUTION.

CSR Expenditure shall mean all expenditure incurred in respect of specific projects / programs relating to the approved CSR activities considering the following modalities:

- In every financial year, the Company shall contribute a minimum of 2% of its average Net Profits made during the three (3) immediately preceding financial years.
- 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; and
- CSR Expenditure shall not include Projects or programs, or activities undertaken outside India.

16. ADMINSTRATIVE OVERHEADS.

Administrative overheads are classified as employee cost, utility, office supply, legal expenses & expenses incurred by the company for general management of CSR function. The company has defined the maximum permissible limits for administrative overheads as "5% of Total CSR Expenditure of the company in the given financial year", in line with the CSR Rules.

17. TREATMENT OF AMOUNTS IN CSR
(Surplus, excess amount spent, unspent amount)

The following treatment shall be given to the monies from CSR projects in line with the provisions set out by the Act and decided by the company towards:

a. **Surplus:** Surplus refers to income generated from the funds spent on CSR activities, e.g., interest income earned by the implementing agency on funds provided under CSR, revenue received from the CSR projects, disposal/sale of materials used in CSR projects, and other similar income sources. The company has decided to redirect any surplus arising out of CSR towards its CSR activities only and will not use the same for any other business purposes. Treatment of surplus will be as per Rule 7 of CSR Rules.

b. **Excess amount spent:** The company may choose to utilize any excess amount spent in CSR of a particular financial year by setting off the amount against the requirement to spend under section 135, in succeeding 3 financial years.

c. **Unspent amounts:** There are two ways of utilizing the unspent amount based on the nomenclature of the project: -

Ongoing projects:

- The company will transfer the balance unspent amount within a period of 30 days from the end of the financial year to a special account to be opened by the company in any scheduled bank named as “Unspent Corporate Social Responsibility Account” and such amount would be spent within a period of 3 financial years from the date of such transfer.
- In case the unspent funds allocated to the unspent account does not get spent within a period of 3 years, the balance funds would be transferred to a Fund specified in schedule VII of the Act within a period of thirty days from the date of completion of the third financial year

One-time projects:

- In case of any unspent amounts, the CSR Committee/Board shall decide the way forward of utilization of the balance aligned with the provisions of the Companies Act, 2013. However, if there is any unutilized balance at the end of the Financial Year it needs to be transferred to a schedule fund within 6 months from the end of financial year.

18. TREATMENT OF CAPITAL ASSETS.

CSR amount may be spent by the Company for creation or acquisition of a Capital Asset, which shall however, be held by either:

a) company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR registration number.

b) beneficiaries of the CSR Project, in the form of self-help groups, collectives, entities; or
c) public authority.

19. 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 Companies Act, 2013 read with CSR rules. The Company shall display on its website the contents of its CSR Policy and other information as may be required to be displayed. The Company shall mandatorily disclose the following on its website:

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

20. CSR REVIEW, AUDIT AND IMPACT ASSESSMENT.

The CSR Committee shall be appraised on the implementation of the CSR activities and the progress shall be monitored on a quarterly basis. The Company shall implement, thorough internal controls, monitoring and evaluation systems, assess documents 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, the Company may appoint independent external consultants for carrying out such audits.

Impact Assessment.

Company having an average CSR obligation of Rs 10 Crore or more in the immediately preceding three financial years shall have to undertake Impact Assessment in pursuance of Rule 8 of Section 135 (5) of the Act.

The Company shall consider the following aspects to undertake the same:

a. Impact assessment is to be undertaken by an independent agency.
b. Impact assessment shall be done in respect of CSR projects having outlays of Rs. 1 crore or more, and which have been completed minimum one year of execution on ground before being considered for impact study.
c. The impact assessment reports shall be placed before the Board and shall be annexed to the CSR section in the Directors Report and shall also form part of public disclosures where applicable; and
d. Impact assessment expenditure for a financial year shall not exceed 2% percent of the total CSR expenditure for that financial year or fifty lakh rupees, whichever is higher.

21. AMENDMENT

Words and expressions used but not defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, the CSR Rules made thereunder or in any amendment thereto. This CSR Policy shall also be subject to such clarifications and FAQs as may be issued by the Ministry of Corporate Affairs from time to time.

The Board reserves 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 authorizes the Company Secretary to amend the Policy for any statutory amendment / modification.

(This policy is effective 01.04.2025)

Annexure 1 – Schedule VII of the Companies Act, 2013

The Company aligns all its CSR activities as per categories listed below under Schedule VII of the Companies Act, 2013: -

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 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 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 Paramilitary Forces (CPMF) veterans, and their dependents including widows.
VII. training to promote rural sports, nationally recognized 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 Organization (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; and
XII. disaster management, including relief, rehabilitation and reconstruction activities.