

CORPORATE SOCIAL RESPONSIBILITY POLICY

OBJECTIVE:

Trent Hypermarket Private Limited (“THPL”) outlines its Corporate Social Responsibility Policy (“CSR”) that integrates economic progress and social commitment with retail best practices. It aspires to always fuse its business values, cultural pillars and operating principles to exceed the expectations of customers, employees, partners, investors, communities and the wider society. Our core values form an integral part of our CSR activities and aim towards continuously improving the quality of life of our stakeholders.

CORE PURPOSE:

To improve the quality of life of the communities that THPL serve through long term stakeholder value creation. THPL is committed to this core purpose and aligned to the following guidelines:

The requirements of Section 135 of the Companies Act, 2013 and the corresponding Rules

- Schedule VII of the Companies Act, 2013

in coherence with the overall long-term Tata and Tesco group CSR strategy and values.

SCOPE:

This policy comprises a set of rules adopted by THPL’s Board of Directors and the CSR committee which applies to all employees of THPL, its subsidiaries and all other individuals associated with THPL.

These rules set the standards for the way we interact with society at large and the environment around us. They may be supplemented from time to time by additional policy statements and guidelines.

GUIDELINES:

Corporate Social Responsibility commonly known as CSR would be guided as per the activities designed to:

- Serve the society, to improve the quality of lives in all the locations where we operate.
- Create a positive, significant and sustained impact on communities affected by our businesses.
- Provide opportunities for THPL employees to contribute to these efforts through volunteering.

RESOURCES:

THPL proposes to deploy the following resources for CSR activities:

- **Funds:**

At the minimum, what is required by law (2% of average net profits of the past 3 years as per Companies Act 2013). Any surpluses arising out of CSR projects or programs or activities shall not form a part of the business profits of the Company.

- **Expertise:**

Our employees' expertise would be leveraged to optimum level through structured volunteering program.

- **Assets:**

The assets owned and governed by the Company would be utilised to impact necessary activities of CSR.

- **Facilities:**

All facilities necessary for implementation of the activities shall be made available at THPL corporate office and the stores that THPL operates.

SECTORS AND ISSUES:

Under the framework of this policy, the sectors and issues focused by the Company shall fall under the purview of activities specified in the Schedule VII of the Companies Act, 2013 and those approved by the CSR committee and Board of Directors from time to time. The main focus areas would be education, employment, upliftment of underprivileged children, empowerment of old and handicap individuals and other key allied social initiatives with an aim to improve the quality of life of those the Company is associated with. In addition, we will respond to any disasters, depending upon where they occur and the Company's ability to respond meaningfully.

GEOGRAPHIES AND TARGET COMMUNITIES:

The geographical focus of the company's CSR activities will be where THPL has a significant presence. While THPL will ensure that all communities benefit from its CSR activities, however, THPL would primarily focus on those areas that are socially and economically marginalized.

IMPLEMENTING MECHANISM:

Based on the above key focus areas, senior management will create annual targets for CSR programs. Human resource department will be responsible to calendarise and drive quarterly CSR activities.

CSR activities will be implemented through THPLs in-house teams with the support of NGOs'/ organizations. Each of the Company's CSR projects and programmes would have clearly defined output, outcome and process indicators which will have to be reported on specified frequencies, which will be at least half yearly.

All projects and programmes will be approved and monitored by the Company's CSR Committee, based on the reports and regular field visits of the CSR action team so formed. It will be ensured that the team responsible for monitoring is different from that team responsible for implementation.

The monitoring process will cover both programme and financial reviews. All projects and programmes will also be subject to an annual financial audit.

The CSR Committee will receive quarterly progress reports of all CSR activities of the Company.

COMPOSITION OF CSR COMMITTEE:

The CSR Committee shall be comprised of minimum 3 Directors, of which at least one shall be an independent Director.

ROLE OF CSR COMMITTEE:

The CSR Committee shall:

- Formulate and recommend a CSR policy to the Board of Directors, indicating the activities as specified in Schedule VII of the Companies Act, 2013;
- Approve the annual targets set by the senior management every year;
- Recommend the amount of expenditure to be incurred on the activities indicated in the policy, if any; and
- Monitor the CSR activities and policy regularly.
