



# CSR Policy and Strategy 2019-20

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**Société Générale**

### General Information

Title	CSR Policy and Strategy 2019-20
Reference #	India/CSR/Policies/1
Executive Summary	The Policy is a charter to establish the governance and functioning of the SG entities in Mumbai towards CSR.
<b>Scope</b>	
Geographical	All SG entities in India excluding joint ventures and SG GSC
Functional	All Staff

### Roles and Responsibilities

Issuing Department	COM India	
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	<b>Name</b>	<b>Department</b>
Sponsor	Antoine Castel	Chief Executive Officer & Country Officer
	Sujit Kadakia	Head of SGSIPL
Owner	Aparupa Sur	Head – Marketing & Communications
Coordinator	NA	NA
Stakeholders	CSR Apex Committee	Various
	CSR Operations Committee	Various

### Sign-Off

<b>Name</b>	<b>Department</b>	<b>Date</b>
Antoine Castel	Chief Executive Officer & Country Officer	June 24, 2019
Sujit Kadakia	Head of SGSIPL	June 20, 2019
Aparupa Sur	Head – Marketing & Communications	June 19, 2019
Mona Shah	Chief Financial Officer	June 20, 2019

### Version Control

Version	Version # 1
Deadline	NA
Cancel and Supersedes	CSR Policy 2018-19
Revised by	COM/SEGL India

### Related Normative Documentation

<b>Document Type</b>	<b>Title</b>	<b>Owner</b>
N/A		

## Societe Generale

Societe Generale is one of the largest European financial services groups. Based on a diversified universal banking model, the Group combines financial solidity with a strategy of sustainable growth, and aims to be the reference for relationship banking, recognised on its markets, close to clients, chosen for the quality and commitment of its teams.

Societe Generale has been playing a vital role in the economy for 150 years. With more than 145,000 employees, based in 67 countries, we accompany 31 million clients throughout the world on a daily basis. Societe Generale's teams offer advice and services to individual, corporate and institutional customers in three core businesses:

- **Retail banking in France** with the Societe Generale branch network, Credit du Nord and Boursorama, offering a comprehensive range of omnichannel financial services on the leading edge of digital innovation;
- **International retail banking, insurance and financial services to corporates** with a presence in developing economies and leading specialised businesses;
- **Corporate and investment banking, private banking, asset management and securities services**, with recognised expertise, top international rankings and integrated solutions.

Societe Generale is included in the main socially responsible investment indices: DJSI (World and Europe), FTSE4Good (Global and Europe), Euronext Vigeo (Europe, Eurozone and France), ESI Excellence (Europe) from Ethibel and 4 of the STOXX ESG Leaders indices.

## I. Introduction

The Societe Generale Group is committed to a strong Corporate and Social Responsibility culture across all the geographies in which it operates. Our CSR initiatives conform to the European Commission's directives.

The European Commission defines Corporate Social Responsibility (CSR) as the "the responsibility of enterprises for their impact on society".

In line, with the Bank's philosophy and the recent amendment to the Indian Companies Act 2013, Societe Generale India has defined a CSR Strategy for the coming three years as well as a policy document to implement the same which will be reviewed annually.

All CSR initiatives will focus on the upliftment of the disadvantaged and marginalized sections of Society. The Mumbai entities of SOCIETE GENERALE will follow the group's aim to become a benchmark reference in CSR among Europe's leading financial institutions.

## II. Societe Generale Group Framework – CSR Orientations

At the Group level, corporate social responsibility is embedded in the bank's overall strategy: SOCIETE GENERALE aims to:

### Be a benchmark bank for our customers:

- Finance economy and cater to the financial needs of customers;
- Worthy of their trust on which our very business depends, beside them through good and bad times;
- Putting customer satisfaction at the heart of our strategy.

**Mobilize and value the wealth of our human capital, essential to the Group's strategy, by being a responsible employer:**

- Mindful to the well-being and professional development of its teams;
- Ensuring behaviour that will sustain value creation over the long term.

**Protect the environment and society as a whole:**

- Manage the E&S impacts of our products and services;
- Encourage our employees' involvement which benefits the community and society at large, alongside the Group's various partnerships and sponsorship programmes.

With these three broad orientations in mind Societe Generale, aims to be a key player in terms of Corporate and Social Responsibility (CSR). Our CSR policy targets sustainable growth through the following 5 strategic priorities identified across the group:

- **Responsible finance**
- **Solidarity-based banking**
- **Responsible employer: diversity and employability**
- **Internal environmental impact and responsible sourcing**
- **Role in society**

**III CSR in India:**

**As per Companies Act 2013 Section 135, Schedule VII Revised**, the following will be considered as CSR activity :

- Eradicating hunger, poverty, malnutrition, promoting healthcare including preventive healthcare and sanitization, contribution to the Swacch Bharat Kosh set up by the Government for promotion of sanitation, and making available safe drinking water;
- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and other livelihood enhancement projects;
- Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro-forestry, 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;
- 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 arts and handicrafts;
- Measures for the benefit of armed forced veterans, war widows and their dependants;
- Training to promote rural sports, nationally recognised sports, paralympics 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 or women;
- Contributions or funds provided to technology incubators located within academic institutions which are approved by the central government;
- Rural development projects; and
- Slum area development.

#### **IV. Societe Generale India CSR Strategy**

Based on the priorities set out by the Group, the Indian entities of SG will focus on the development of underprivileged and marginalized women and children for their CSR activities. To begin with, 4 core areas have been identified - all of which are recognized as CSR projects in terms of the Companies Act 2013.

1. Eradicating hunger, poverty and malnutrition, promoting preventive healthcare\* and sanitation and making available safe drinking water
2. Promotion of education, including special education and employment enhancing vocation skills especially among children, woman, elderly and the differently abled and livelihood enhancement projects
3. 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
4. Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports.
5. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro- forestry, conservation of natural resources and maintaining of quality of soil, air and water

Subject to the availability of resources both in terms of budget and manpower, the SG Indian entities could expand its CSR horizons to include:

6. 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 arts and handicrafts;
7. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;

\* SG will also help institutions and NGOs working with underprivileged children and their parents towards the treatment of life threatening / terminal diseases

Societe Generale India Branch shall implement its CSR programmes/projects:

- a) Internal : Through its CSR Apex and Operations Committee who shall formulate criteria and procedure for selection, screening and due diligence of its implementing partners or
- b) External : Through a public charitable trust or a society registered under applicable Act or a Company registered under Section 8 of the Companies Act 2013.

#### **Societe Generale India - CSR – Policy**

##### **A. Governance**

All SG entities in India will operate under a common policy at the group level for the country and will cover all the units based in Mumbai. SGGSC Bangalore will have its own policy for the time-being, but will co-ordinate its activities with the Mumbai activities. In line with the extant CSR Regulations, the governance and implementation will be managed at the level of each Unit as defined by the SG CSR Committee of the respective unit.

It is proposed to set up the following Committees to Manage the CSR Activities of the SG Group in India:

##### **CSR Apex Quorum**

- The following persons shall constitute the Membership of the Committee

<b>S. No.</b>	<b>Name</b>	<b>Designation</b>
1	Chief Executive and Chief Country Officer	Chairperson
2	Head of SGSIPL	Vice Chairperson
3	Chief Financial Officer, SGSIPL	Member
4	Head of Communications	Secretary

#### **Appointment / Changes in Apex Quorum Committee Constitution**

- The CEO of SG Bank will be the Chairperson and the Head of SGSIPL the Vice Chairperson of the CSR Apex Committee by default. This will apply to any new incumbent to these positions.
- Review and reconstitution of the membership of the India Apex CSR Committee, and change of the Terms of Reference of the Committee, as per the approval and discretion of the Chairperson of the Apex Committee.
- In a situation where the position of Chairperson is vacant, the Vice Chairperson will be appointed as the Acting Head of the Apex Committee by default.
- Any change in the Committee composition will be at the discretion of the Chairperson of the Committee in consultation with the Vice Chairman.
- Such changes, as mentioned above will be informed to the secretary of the committee, and if made, will be recorded in the following Apex Committee meeting.

#### **Functions of the CSR Apex Quorum Committee**

- To annually review and approve the SG India CSR Policy in the first quarter of the financial year. And review and approve of any exception / annexures that may need to be included in the CSR Policy from time to time. The CSR Policy will stand approved once the 'Quorum' detailed below gives an approval.
- For a meeting to be recorded and any decision to be finalized, - NGO selection, funding, policy changes, budgets etc the following members should mandatorily be present and they will comprise of the 'Quorum' for all CSR decision making :
  - Chairperson
  - Vice Chairperson
  - Chief Financial Officer
  - Secretary of the Committee
- The decisions taken in the committee will be minuted and shared with all the CSR Apex Quorum Committee members to sign and authorize the same.
- To act as the nodal point for co-ordination of the CSR Activities to be undertaken by the SG entities in India;
- To review and approve the various activities, projects or topics covered by CSR activities as contemplated in terms of this Policy;
- To review and approve the execution plans and recommendations of the CSR Operations Committee
- To review, approve and provide MIS, Data and other such Information, as may be required to be placed before the Board Level Committees of the respective SG India entities;
- The Apex Committee shall meet at least bi-annually to discuss, plan and evaluate action plans
- The decisions taken in the committee will be minuted and shared with the Operations Committee (as deemed appropriate)

- While other members of the Committee can submit views and actions, the final decision of all actions will always lie with the Quorum
- The Head of Communications of SG Bank shall act as the Secretary of the Committee and coordinate actions between the Apex and Operations Committee.
- Any other item, related to, generally;

### **India – CSR Operations Committee**

The CSR Operations Committee will be constituted as follows:

- The Head of Communications of SG Bank will act as the Chairperson & Secretary of the Operations Committee and be the link between the Apex and Operations Committee.
- The rest of the committee will comprise of various staff members from SG Bank and SGSIPL.
- The Operations Committee members can be chosen as per the following :
  - Volunteering ( staff can volunteer to be a part of the Committee )
  - Chosen by Chairperson of the Operations Committee (The Chairperson and directly choose members of staff to be a part of the committee who are inclined towards CSR).
  - The Operations committee will have a representation of members from various departments
- The Operations Committee composition will be reviewed every year and members to be added and changed as per the above.
- Any change in the Operations committee composition will be updated to Apex Committee via Minutes of the meeting held.

### **Functions of the Operations Committee**

- a. To act as the implementation arm of the SG India Apex CSR Committee;
- b. To identify and shortlist NGO's, as per SG's focus areas and submit them to the Apex Committee for review.
- c. To make proposals or adjustments to the plan; to suggest new actions to the Apex Committee.
- d. To ensure proper participation by staff in the CSR activities.
- e. To implement and report on the various activities, projects or topics, as may be approved by the India Apex CSR Committee;
- f. To implement, review and propose the execution plans for each individual entity and minute action plans for Apex Committee's perusal.
- g. To collate and maintain MIS, Data and other such Information provided by each entity, as may be required to be placed before the India Apex CSR Committee;
- h. To meet at least bi-annually
- i. To place all Minutes of the meetings held before Apex Committee
- j. To ensure that empanelled NGO KYC's are in place before grants are made
- k. To document and report of all CSR activities/projects to the Apex Committee;

### **Entity Level CSR Committee**

As per Section 135 of the Companies Act 2013, two types of treatment apply to SG entities in India:

- a. For the Bank in India, which is treated as a "foreign company", the Committee is expected to consist of two members viz. a) Person resident in India authorized to accept on behalf of the company any notices/ documents required to be served on the company and b) any other person nominated by the foreign company.
- b. In case of Private Limited Company, the Committee shall consist of two Directors (all SG India entities are Private Limited Companies).  
In this regard, the CSR Committee of the following entities shall comprise as under:

Name of Entity	Directors	Designation
Societe Generale Securities India Private Limited	Head of SGSIPL	Chairman
	CFO, SGSIPL	Member

**Terms of Reference (of each relevant entity level CSR Committee)**

- a. Act as the Statutory Committee responsible for overseeing implementation of CSR Activities by the concerned SG entity in India;
- b. To review and approve the various activities, projects or topics, as may be proposed by the India Apex CSR Committee;
- c. To review and approve the execution plans, budgets, strategy concerning the SG entity in India, with due managerial/operational support from the India Operating CSR Committee and in consultation with the India Apex CSR Committee;
- d. To review, constitute and approve the set-up of the entity level CSR Committee;
- e. To review, note and approve the MIS, Data and other such Information, as may be placed before it and approve the publication in the Directors Report under the Annual Accounts, as may be required in terms of the Companies Act, 2013;
- f. The Committee shall meet at least bi-annually.
- g. The Company Secretary of the relevant SG entity in India, shall act as the Secretary of the Committee and shall maintain the minutes, records and other such information of the Committee's activities.

**SG India CSR Annual Budget and Procedures to be followed:**

At the commencement of every financial year, the India Apex CSR Committee will convene a meeting, end of Q2/ early Q3 of every calendar year to discuss and decide on the following topics:

1. The projects to be undertaken by each SG entity which will be in line with those defined in the proposal made by the Operations Committee. The provisional Budget allocation will be made latest by September every year, based on estimations using the formula specified, as per the grid below:

Sr. No.	Entity name	Threshold#
1)	SG	Up to 1% (as per RBI Circular - a % of published profit for the previous year) for Donations*; and 2% (as per Companies Act - as a % of profit of preceding three years average net profit the relevant entity) for CSR. The 1% for donation can be within this 2%.
2)	SGSIPL	2% (as per Companies Act - as a % of profit of preceding three years average net profit the relevant entity) for CSR

# Ref. Opinion dated Jan 29/30 2016 issued by Juriscorp

\* In terms of RBI circular no. RBI.No./ 2005-06/ 237 bearing ref. DBOD.No.Dir.BC. 50/13.01.01/2005-06 dated December 21, 2005, Donations by Bank are capped at 1% of the published net profit. Donations are plain contribution as opposed to CSR which is a collaborative and monitored exercise.

2. All Expenses incurred within the CSR Budget will need to be approved by the Quorum in the Apex Committee.
3. In terms of the present dispensation on CSR spends, unutilized funds need not be carried forward to the next financial year. However, in terms of the provisions of Companies Act, 2013, due disclosure of the reasons for not being able to achieve the threshold, needs to be made in the Notes to Account of the Annual Financial Statements. This provision is subject to annual review by the Finance Department of the Bank.



### **Process of identification and selection of the NGOs**

Societe Generale India shall formulate criteria and procedure for selection, screening and due diligence of its implementing partners. They are as under :

1. Suggestion of NGOs for short listing will be received from :
  - a. The Apex Committee Members
  - b. The Operations Committee members
  - c. NGO's who approach SG CSR Team proactively for funding
2. Out of the suggested NGO's, the ones that are aligned with SG's focus areas will be placed under consideration
3. Proposals along with their KYC and FCRA documents will be invited
4. The Operations Committee will scrutinize the NGO's and propose their recommendation to the Apex Committee\*
5. Apex Committee will refer to the proposal submitted by the Operations Committee and invite the recommended NGO's to present to the committee
6. Post internal agreement within the Quorum of the Apex Committee, the on boarding process for NGO's will be initiated by the Operations Committee.

\*Some NGO's that are recommended by Apex Committee members and fall within the SG focus area, can directly be evaluated by the Quorum.

### **On-boarding of selected NGOs**

The selected NGO's will be required to submit the following documents for on boarding:

- Memorandum and Articles of Association/ Partnership Deed/ Other constituent document
- Shareholding Pattern
- ID copies of Board Members
- PAN Copy
- Proof of Company Address – Recent Telephone/ Electricity Bill
- Registration Certificate,
- Section 12 A Certificate
- FCRA Certificate
- Tax exemption 80G/ 35 AC Certificate
- Annual Report of past work done

### **Process of Monitoring usage of funds by NGO's**

Societe Generale India shall institute a monitoring and review mechanism to monitor its CSR project/programmes. The monitoring mechanisms shall include:

- Any one Operations Committee Member shall visit each empanelled NGO at least biannually to see the workings of the NGO
- At the end of the year each NGO has to submit:
  1. An Audited report on the usage of the funds
  2. An audited report by an external independent auditor on the utilization of funds.

### **Reporting**

- In terms of the Companies Act, 2013, necessary disclosures shall be made in the Annual Reports of each of the SG entities that participate in the SG- India CSR Programme in the Directors Report / Notes to Account section. The format for the same has been specified and includes brief

outline of the CSR Policy, composition of the CSR Committee, prescribed CSR expenditure, manner in which the amount is spent, reasons for not spending entire amount.

- A concise report of the CSR activities undertaken will be displayed on the Societe Generale India website.

Some Other Terms of Reference:

1. No specific CSR projects or programmes shall be undertaken in pursuance of normal course of business of the Company.
2. Any modification/amendment in the CSR Policy shall be carried out by the CSR Committee with the prior approval of the authorized signatories of the CSR Quorum Committee.
3. This CSR Policy has been prepared by Societe Generale India in line with the provisions of Section 135 of the Companies Act 2013. This policy shall apply to all Corporate Social Responsibility (CSR) initiatives, projects, programmes, and activities undertaken by Societe Generale India
4. This Policy shall serve as a guiding document to help identify, execute, and monitor CSR projects in keeping with the spirit of the Section 135 of the Company Act 2013 and Companies (Corporate Social Responsibility Rules), 2014

### **CSR – FOCUS AREAS 2019 -20**

**Societe Generale India shall focus on the following initiatives in 2019-20, in line with its Group CSR Strategy:**

- The Great Cause chosen by the Group, “to support Charities or Projects using sports (favor rugby, golf - and if not possible others like running, biking ...) and cultural practices (classical music, painting ...) for education or integration of people experiencing difficulties”.
- Education and nutrition of underprivileged children.

**Annexure 1**

Members of the CSR Operations Committee Year 19 -20:

<b>Name of the Employee</b>	<b>Entity</b>
Abhijit Desai	SGSIPL
Constancio Pinto	SGSIPL
Pranay Sawant	SGSIPL
Hiten Joshi	SGSIPL
Rahul Kanthaliya	SG Bank
Vidyasagar Hariharan	SG Bank
Latha Nair	SG Bank
Veena Iyer	SG Bank
Vandana Agarwal	SG Bank
Rashmi Singh	SG Bank
Ritu Gaur	SG Bank

Permanent Members of the CSR Operations Committee Year 19 -20:

<b>Name of the Employee</b>	<b>Entity</b>
Aparupa Sur	SG Bank
Vanessa Pinto	SG Bank
Seema Sabarwal	SG Bank