

**CORPORATE SOCIAL RESPONSIBILITY POLICY
OF
TIBREWALA ELECTRONICS LIMITED**

PREAMBLE

We, at TIBREWALA ELECTRONICS LTD., believe that our business is built around strong social relevance of inclusive growth by supporting the common man in meeting their financial needs. We equally believe that creation of large societal capital is as important as wealth creation for our share holders. As a responsible human organization, we are committed towards the above objective and are keen on developing a sustainable business model to ensure and activate our future growth drivers. We have been contributing to the societal wealth creation for the last several years irrespective of any regulatory compulsions as a realization of our above belief. In line with the regulatory expectations, we are putting in place a formal policy as a guide towards our social commitment going forward.

KEY WORDS & MEANINGS

Act- means the Companies Act, 2013 as amended from time to time.

CSR- means Corporate Social Responsibility.

CSR POLICY – means the policy approved by the board as the Corporate Social Responsibility policy of the company as amended from time to time.

CSR RULES OR RULES – means Companies (Corporate Social Responsibility Policy) Rules 2014

POLICY OBJECTIVES

The objective of the CSR Policy (“Policy”) is to lay down the guiding principles in undertaking various programs and projects by or on behalf of the company relating to Corporate Social Responsibility (“CSR”) within the meaning of section 135 of the Companies Act, 2013 read with Schedule VII of the Act and the CSR Policy Rules 2014. (“Rules”)

The Company proposes to implement its CSR activities in various sectors stated hereunder:

TARGETED SECTORS

- ✓ Healthcare
- ✓ Sanitation
- ✓ Drinking Water
- ✓ Education
- ✓ Rural Development
- ✓ Vocational Skills
- ✓ Entrepreneurship Skills
- ✓ Employment Opportunities
- ✓ Facilities for Senior Citizens
- ✓ Medical Aid
- ✓ Old Aged Homes
- ✓ Women Hostels
- ✓ Special Employment Opportunities for Women
- ✓ Environment Protection
- ✓ Animal Welfare
- ✓ Conservation of Natural Resources
- ✓ Protection of National Heritage
- ✓ Promoting and development of Art and Culture
- ✓ Public Libraries
- ✓ Promotion and development of traditional arts and handicrafts
- ✓ Measures for armed forced veterans, war widows and their dependents
- ✓ Promotion and development of rural sports and National Games
- ✓ Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central or State Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women
- ✓ Rural Development Projects
- ✓ Contribution to technology incubators located within academic institutions
- ✓ Go Green Initiatives
- ✓ Human Rights
- ✓ Any other area as may be prescribed by Schedule VII amended from time to time

The Company will review the sectors from time to time and make additions/deletions/clarifications to the above sectors.

APPLICABILITY

The policy shall be applicable to all CSR activities of the company whether carried by it or through any Implementation agency with effect from 19th April 2014

CSR COMMITTEE

CSR Committee means the committee of the board constituted in terms of Section 135 of the Companies Act, 2013 read with Rule 5 of the rules.

POWERS OF THE COMMITTEE

Following are the Powers of the CSR Committee:

1. Formulate CSR Policy and recommend the same to the Board of Directors of the Company for approval
2. Recommend CSR activities as stated under Schedule VII of the Act
3. Review and recommend any new CSR initiatives to be taken up by the company including the selection/appointment of implementation agencies.
4. Recommend the CSR Budget
5. Spend the allocated CSR amount on the CSR activities once it is approved by the Board of Directors of the Company in accordance with the Act and the CSR Rules
6. Create transparent monitoring mechanism for implementation of CSR Initiatives in India
7. Submit the Reports to the Board in respect of the CSR activities undertaken by the Company
8. Monitor CSR Policy from time to time
9. Monitor activities/charter of Joint Working Group (JWG) who are authorized to ensure that the CSR activities of the Company are implemented effectively
10. Authorize executives of the Company to attend the CSR Committee Meetings

FREQUENCY OF THE MEETINGS OF THE CSR COMMITTEE

The CSR Committee shall meet at least once in a quarter. Members of the CSR Committee can agree upon mutually regarding time and place for the said meetings. Quorum for the meeting should be one-third of its total strength (any fraction contained in that one-third be rounded off as one) or two members, whichever is higher. The Members of the Committee may participate in the meeting either in person or through video conferencing or other audio visual

means in accordance with the provisions of the Companies Act, 2013 and rules made there under from time to time.

Management may attend the CSR Committee Meetings as may be appropriate, subject to the approval of the CSR Committee. Minutes of the CSR Committee shall be placed before the Board for noting.

FAILURE TO SPEND THE CSR MONEY

In case the Company fails to spend the above targeted amount in that particular financial year, the Committee shall submit a report in writing to the Board of Directors specifying the reasons for not spending the amount which in turn shall be reported by the Board of Directors in their Directors' Report for that particular Financial Year. Surplus arising out of the CSR initiatives shall not form part of the business profits of the Company

AMENDMENT OF POLICY

The CSR policy of the company may be amended at any time by the board of the company on the recommendation of the CSR committee.

REPORTING

On approval of the CSR policy or any amendments thereof, the contents of the policy shall be included in the Boards' report and the same shall be displayed on the web site of the company.

At the end of each financial year, the CSR committee shall prepare a report of the CSR program in the prescribed form relating to the financial year and submit to the board for its inclusion in the Board's report.