

Corporate Social Responsibility (CSR) – Policy of Graphite India Limited.

1 Preamble:

This document addresses the CSR Policy, CSR Committee formation, and CSR initiatives and activities in accordance with the provisions of Section 135 of Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules 2014.

The policy statement provides direction for the Company and all its initiatives and activities will be aligned to and flow from the policy statement.

2 CSR Committee:

The Board of Directors, in the meeting held on 9th May, 2014 constituted CSR Committee comprising- -

Mr. K.K. Bangur	Chairman
Mr. N.Venkataramani	Member
Mr. M. B. Gadgil	Member

3 CSR projects / activities will be carried out in the following broad areas :

- a. Eradicating hunger, poverty and malnutrition, promoting health care, sanitation and making available safe drinking water.
- b. Promoting education, including special education and employment enhancing vocational skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- c. Any other activity as permitted under the CSR rules.

4 Mr. B Shiva, Company Secretary, will be the Coordinator for the CSR initiatives.

5 The contents of CSR policy shall be disclosed in the Board Report containing particulars as specified in the aforesaid rules and shall be displayed on the Company's website.

6 **Execution of CSR Initiatives and Activities and its coverage:**

6.1 The initiatives and activities approved by the Board of Directors (“Board”) on the recommendation of the CSR Committee will be carried out either by the company directly or through the registered trust namely B.D. Bangur Endowment (herein after referred to as “Trusts”). Necessary legal opinion that the Trust qualifies with the requirements of statute is obtained.

6.2 The Board of the Company shall ensure that the Company spends in every financial year, at least two percent of the average net profits of the Company made during the three immediately preceding financial years. If the company fails to spend such amount, the Board shall in its report to the members of the company, specify the reasons for not spending the amount.

Unutilized CSR funds for allocated projects/ activities can be used in the subsequent year for the same project/ activities or for other projects/ activities with approval of the Board of the Company.

6.3 Expenditure for company’s personnel as well as that of the trust involved in CSR activities including expenditure on administrative overheads, shall not exceed five percent of total CSR expenditure of the company in one financial year.

6.4 The CSR Committee will decide the activities to be undertaken (type of activities mentioned in 3 above), and recommend the amount of expenditure to be incurred for approval of the Board. The CSR Committee will also decide whether to undertake such initiatives at any one or more locations.

6.5 The CSR Committee will decide the Annual Plan of projects in consultation with the Trust.

6.6 The CSR Committee through the CSR Co-ordinator will obtain quarterly feedback in the relevant format from the Trust for the purpose of monitoring and ensuring that the activities are being carried out in accordance with the plan. This feedback will be presented to the Board of Directors at least once in a year.

6.7 Annual project audit of the activities of the Trust pertaining to the Company’s CSR activities will be carried out by the CSR Co-ordinator vis-a-vis the Annual plan of projects and Audit Report will be submitted to the CSR Committee. The audit report will be studied by the CSR Committee and after vetting, the report will be submitted to Board of Directors.

6.8 Surplus generated from CSR activities will be reinvested in CSR projects and will not form part of the business profits of the Company.

This policy document is approved by the Board of Directors on this 10th November, 2014 and can be amended/modified whenever necessary with its approval on the recommendation of the CSR Committee.