



**CHARTER FOR**  
**CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**  
**OF**  
**SOLAR INDUSTRIES INDIA LIMITED**

## **A. OBJECTIVES:**

The purpose of the Corporate Social Responsibility Committee (the “Committee”) of the Board of Directors (the “Board”) of Solar Industries India Limited (the “Company”) shall be to assist the Board and the Company in fulfilling its corporate social responsibility (“CSR”). The Committee has overall responsibility for:

- i. identifying the areas of CSR activities;
- ii. recommending the amount of expenditure to be incurred on the identified CSR activities;
- iii. implementing and monitoring the CSR policy from time to time; and

The purpose and responsibilities of the Committee shall include such other items/matters prescribed under applicable law or prescribed by the Board in compliance with applicable law from time to time.

The Committee is also responsible for reporting progress of various initiatives and in making appropriate disclosures on a periodic basis.

## **B. LEGAL REQUIREMENT**

In terms of Section 135 and Schedule VII of the Companies Act, 2013 ('the Act') read with the Companies (Corporate Social Responsibility Policy) Rules, 2014('the Rules'), every company falling in any of the following criteria is required to constitute Corporate Social Responsibility Committee:

- (i) Having net worth of Rs. 500 crores or more
- (ii) Having turnover of Rs. 1000 crores or more
- (iii) Having a Net profit of Rs. 5 crores or more.

Accordingly, the Board of Directors of the Company ('the Board') is required to constitute Corporate Social Responsibility Committee comprised of 3 or more directors out of which at least one director should be an Independent director.

## **C. COMPOSITION OF THE COMMITTEE**

Corporate Social Responsibility Committee ('the committee') is initially constituted by the Board at its meeting held on May 26, 2014 comprised of the following members:

| <b>Name of Committee Member</b> | <b>Designation in Committee</b> | <b>Category</b>                    |
|---------------------------------|---------------------------------|------------------------------------|
| Mr. Satyanarayan Nuwal          | Chairman                        | Executive Director                 |
| Mr. Manish Nuwal                | Member                          | Executive Director                 |
| Mrs. Sujitha Karnad             | Member                          | Non-Executive Independent Director |

#### **D. MEETINGS AND QUORUM**

The committee shall meet at least four times a year. Two members present shall form the quorum for the meeting of the Committee.

#### **E. COMMITTEE RESPONSIBILITIES AND AUTHORITY:**

##### **1. Constitution of CSR Policy**

Corporate Social Responsibility Policy ('CSR Policy') shall be as recommended by the Committee and approved by the Board from time to time.

##### **2. Terms of Reference**

The terms of reference of the CSR Committee, shall be in accordance with Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 and rules framed there under which shall include:

- i. The Committee shall annually review the CSR Policy and associated frameworks, processes and practices of the Company and make appropriate recommendations to the Board.
- ii. The Committee shall ensure that the Company is taking the appropriate measures to undertake and implement CSR projects successfully and shall monitor the CSR Policy from time to time.

- iii. The Committee shall identify the areas of CSR activities and recommend the amount of expenditure to be incurred on such activities.
- iv. The Committee will coordinate with such other agency for implementing programs and executing initiatives as per CSR policy and shall review the performance of such other agency periodically.
- v. The Committee may form and delegate authority to subcommittees when appropriate.
- vi. The Committee shall regularly report to the Board.
- vii. The Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval.
- viii. The Committee shall look into significant sustainability (ESG) related policies, strategies and activities of the Company in a manner that integrates environmental, social and ethical principles with the conduct of business.
- ix. The Committee shall provide vision and guidance to the Management to ensure that all long-term business proposals made to the Board are assessed through the lens of social, Environment, Safety, Health, and reputational implications – including governance and associated risks and opportunities.

The Committee shall have access to any internal information necessary to fulfill its role. The Committee shall also have authority to obtain advice and assistance from internal or external legal, accounting or other advisors.

**SATYANARAYAN NUWAL**

**CHAIRMAN**