

UNIQUE INDUSTRIAL HANDLERS PRIVATE LIMITED

Registered office: 206-207, Nahar and Seth Industrial Estate, C.G. Road, Chakala, Andheri (E) Mumbai 400099
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CIN: U29299MH1983PTC030709

1. INTRODUCTION:

Unique Industrial handlers Private Limited ("Unique") has stringent quality checks at various stages right from procurement, during process of fabrication, machining, sub-assembly and final inspection. We are a Quality driven company. Quality is built in at every stage of the production process. From concept to commissioning, every stage undergoes several quality checks. Our Quality Assurance team works towards total quality work culture aiming at customer satisfaction and maintain a strict vigil on the manufacturing process to ensure quality product.

Everywhere we do business; we apply the highest standards of corporate responsibility ethics and business conduct and is the foundation of our performance culture. Governance at Unique begins with our Code of Ethics that does not merely require compliance with laws, it embodies a commitment to positive behaviors that build trust, promote respect and demonstrate integrity. We honor our commitments, communicate openly, and hold ourselves accountable.

We are committed to minimizing the environmental impact of our products, our operations and our supply chain. Unique strives to maintain the highest environmental standards everywhere we do business. Environmental sustainability is an important part of both our operations and our products as they perform in service. We have a history of setting aggressive environmental goals and pursuing them by continuously improving our processes at every level of the Company.

2. CSR PHILOSOPY:

Responsibility and operational excellence are fully integrated at Unique Industrial Handlers Private Limited. How our people perform is as important as how our products operate. We recruit the best talent, and our employees set big goals and use the best processes to solve some of the worlds greatest challenges-safely, ethically and profitably. Corporate citizenship at Unique Industrial Handlers Private Limited includes minimizing the environmental impact of our products and operations, providing a safe work environment for employees, developing energy-efficient products, and supporting charitable and social causes in the communities where we do business. To effectively respond to the needs of our communities we have a robust employee volunteer program, which provides employees the opportunity share their time with nonprofit organizations. Our charitable giving focuses on issues that allow us to support and leverage our employee volunteer efforts.

3. TITLE:

This Corporate Social Responsibility Policy shall be called as the "Unique Industrial Handlers Private Limited- Corporate Social Responsibility Policy" (hereinafter referred as The "CSR Policy")

This CSR Policy has been approved by the CSR Committee and the Board of Directors At their respective meetings held on April 15, 2014.



4. APPLICABILITY:

The Policy shall apply to all CSR projects, programs, activities to be undertaken by The Company in accordance with this CSR Policy.

5. SCOPE:

In furtherance of its CSR objectives the following are covered under this CSR Policy:

- a) CSR activities implemented by the Company on its own.
- b) CSR activities implemented by the Company through own trust/society or group Company trust/society.
- c) CSR activities of the Company through an external registered trust/society or NGO with at least 3 years track record.
- d) CSR activities in collaboration with its subsidiary / holding / associate companies.
- e) CSR activities implemented by the Company through a company established under section 8 of the Act by the Company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company.

6. DEFINITIONS & REFERENCES:

i. DEFINITIONS:

The terms defined in this CSR Policy shall have the meanings herein specified and terms not shall have the meanings as defined in the Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules framed thereunder including any statutory modifications or reenactments thereof. In this instrument the following expressions including their grammatical variations and cognate expressions shall, unless repugnant to the context or meaning thereof, have the meaning assigned to them respectively hereunder:

“Act” means the Companies Act, 2013 including any statutory modification or reenactment thereof.

“Board” means the Board of Directors of the Company.

“Board’s Report” shall mean report of the Board of Directors prepared in accordance with section 134(3) of the Companies Act, 2013.

“Company” means Unique Industrial Handlers Private Limited, a Company registered under The Companies Act, 1956 and subsequently under The Companies Act, 2013 having CIN: U29299MH1983PTC030709 and having its Registered Office at 206-207, Nahar and Seth Industrial Estate, C.G. Road, Chakala, Andheri (E), Mumbai-400099, Maharashtra.

“CSR” means Corporate Social Responsibility.

“CSR activities” means the activities or projects or programs as recommended by the CSR Committee and approved by the Board, undertaken by the Company from time to time in any one or more of the areas falling under clause 8.

“CSR Committee” means the Committee of the Board constituted for the purpose of administration of CSR activities, supervising the adherence of this CSR Policy and the matter incidental thereto.

“CSR Policy” means the Corporate Social Responsibility Policy as set out herein and as amended or modified from time to time.

“CSR Rules” means Companies (Corporate Social Responsibility) Rules, 2014 framed under the Act and as amended or modified from time to time.

ii. REFERENCES:

Reference to any Act, Rules, Statute or Notification shall include any statutory modification, substitution or re-enactment thereof

7. CSR COMMITTEE:

- i. The CSR committee shall comprise of two directors as per Rule – 5(1)(i) of Companies (Corporate Social Responsibility) Rules, 2014 and sub-section (1) of section 135 of the Act. The Board shall at its sole discretion, have the power to appoint any Director, remove any such Director so appointed and appoint another in his place. Any such appointment and/or removal shall be made by a resolution of the Board.
- ii. The Chairperson of the Committee shall be designated by the Board from among the Committee members.
- iii. The Board will have the power to reconstitute CSR Committee as and when required from time to time.
- iv. The Board of Directors of the Company at its meeting held on April 15, 2014 have constituted CSR Committee consisting of the Two members in accordance with the section 135 (1) of the Companies Act, 2013 and the CSR Rules.
- v. The CSR committee may meet as and when required. The CSR Committee shall be entitled to invite any person to attend its meetings and participate in the discussion and deliberations if it so thinks fit.
- vii. The quorum necessary for the transaction of business of CSR Committee shall be 2 members (present in person or any other permissible means). A duly convened meeting of the CSR Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the CSR Committee as provided herein and delegated by the Board from time to time.
- viii. The CSR Committee shall have the following responsibilities:
 - a) Formulate and recommend to the Board, a Corporate Social Responsibility Policy (“CSR Policy”) which shall indicate the CSR activities to be undertaken by the Company as specified in Schedule VII of the Act.
 - b) Recommend the specific CSR initiatives to be adopted by the Company and the amount of expenditure to be budgeted for the CSR activities.
 - c) Monitor or appoint a senior official of the Company to monitor the CSR Policy of the Company, its implementation and expenditures periodically.
 - d) Report to the Board the reasons for not spending the amount budgeted for CSR.

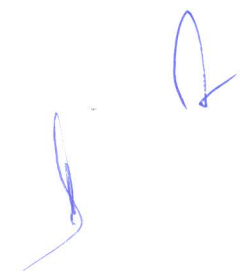


- e) Provide to the Board a responsibility statement that the implementation and monitoring of CSR Policy, is in compliance with the CSR Objectives and Policy of the Company.
- f) Frame any other byelaws, rules or procedures as it may deem fit for administering the CSR Policy.
- g) CSR Committee, in the exercise of its powers, may require any information from the company, and / or seek the assistance of any employee of the Company as it may deem fit to effectively discharge its duties.
- h) To adhere to Section 135 of the Act and CSR Rules (including any statutory modifications, amendments or re-enactments thereto for the time being in force).
- i) All other activities as informed or delegated by the Board of Directors from time to time.

8. CSR ACTIVITIES:

- i. The Company shall undertake such CSR activities as stated by this CSR Policy in compliance with Rule 4(1) of the CSR Rules as amended from time to time. The Company can undertake CSR activities as listed in the **Annexure-I**. These CSR activities shall be undertaken by the Company as projects or programs or activities (either new or ongoing) and will exclude activities undertaken in the normal course of its business.
- ii. The CSR activities undertaken will be in line with the activities specified in Schedule VII of the Companies Act, 2013 as amended or modified from time to time.
- iii. **Thrust Areas:** While the Company is eligible to undertake any suitable/rightful activity as specified in Schedule VII of the Act, however, at present, it proposes to undertake the relevant activities on priority basis in the following thrust areas:
 - 1. Promoting education including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects
 - 2. 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;
 - 3. Environment Sustainability, ecological balance
 - 4. Promoting Health Care including preventive health care and sanitation
 - 5. Technology Development
 - 6. Poverty Alleviation
 - 7. The Company may also contribute suitable amounts to Prime Minister's National Relief Fund or Swach Bharat Kosh or any other fund set-up by the Central Government for Socio-Economic Development.
- iv. The CSR activities shall be undertaken in only in India.
- v. The CSR projects or programs or activities undertaken by Company that benefit only the employees of the Company or their families is also not considered as a CSR activities by the Company.
- vi. Contribution of any amount directly or indirectly to political parties under section 182 of the Act is not considered as CSR activity.

9. CSR EXPENDITURE:



- i. The Company shall spend at least 2% of average Net Profit of preceding three financial years, net profit being calculated in accordance with provisions of the Act.
- ii. CSR expenditure includes all expenditure including contribution to corpus, the projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but does not include any expenditure on any item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act.
- iii. The surplus if any, arising out of the Corporate Social Responsibility projects or programs or activities shall not form part of the Business Profit of the Company.
- iv. The amount spent by the Company in India, is only taken into consideration for CSR activities.
- v. The Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for CSR activities.
- vi. Where the Company fails to spend the stipulated amount in CSR activities, it shall provide for the reasons for not spending the amount, in Board's report.
- vii. Company may build CSR capacities of its own personnel as well as those of their implementing agencies through institutions with established track records of at least three financial years but such expenditure shall not exceed five percent of total CSR expenditure of the Company in one financial year.

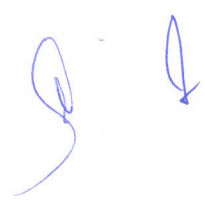
10. IMPLEMENTATION PROCESS:

- i. The CSR Policy shall be implemented by the CSR Committee under the broad policy and/or frame work laid down by the Board in this regard from time to time. CSR Committee may nominate a senior official of the Company to help execute and monitor implementation of the CSR activities. Such senior official shall directly submit his/her report to the CSR Committee.
- ii. The CSR Committee shall identify the CSR activities along with the geographical area to be undertaken by the Company.
- iii. The CSR Committee shall also estimate the total amount of expenditure to be incurred and time required by the Company for undertaking such CSR activities.
- iv. On determination of the modalities, the CSR Committee shall present a proposal before the Board.
- v. The time period/duration over which a particular project will be spread, will depend on its nature, extent of coverage and the intended impact of the project.
- vi. The CSR Committee shall authorize any of its members to approve the release of funds against the verified work plans in accordance with the approved budget for undertaking the CSR activities as approved by the Board. The authorized member shall periodically update the members of the Committee about the allocation / utilization of funds towards the CSR activities.

11. MONITORING:

- i. The Committee shall discuss the progress of each project undertaken and make any decision with respect to the project which it thinks fit.
- ii. The CSR Committee shall monitor the CSR expenditure on periodical basis and shall provide periodical report to the Board on the implementation of CSR activities.

12. REPORTING:



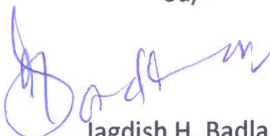
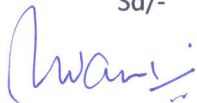
The Boards report shall include an annual report on CSR containing the particulars of the CSR activities in the manner as specified in the CSR Rules.

13. DISPLAY OF THE CSR POLICY:

The CSR Policy shall be placed on the Company's website in the manner as specified in the CSR Rules.

14. MISCELLANEOUS:

The Company reserves the right to modify, cancel, and / or amend any of the provisions of this policy in accordance to the prevailing statute. Notwithstanding any clause in this Policy, no action pertaining to CSR activities shall be taken in contravention of the provision of Section 135 of the Act and CSR Rules.

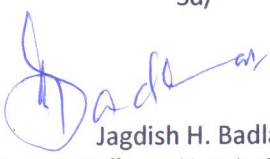
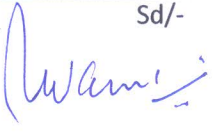
Sd/-  Jagdish H. Badlani (Chief Executive Officer or Managing Director or Director) 01084183	Sd/-  Jetho G. Tahiliani (Chairman CSR Committee) 01084183
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Annexure-I

List of activities that may be taken up by the Company:

1. eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation, including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
2. Promotion of education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled , Training of teachers and headmasters , Free education to underprivileged and marginalized class, Offering scholarships and financial assistance to needy and meritorious students, Bridging drop-out children and mainstreaming them to formal schools, Augmenting and supporting infrastructure in educational institutions including sports and co-curricular activities, Sponsoring candidates for skill development and vocational training programmes Coaching candidates to appear for entrance examinations of different institutions, Providing free computer education 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, Organizing health camps in villages, schools, colleges and in the nearby locality, Construction and maintenance of washrooms, Provide medical treatment to needy and poor patients, Providing drinking water facility, and Running mobile medical vans and ambulances;
4. 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, Undertaking plantations and a forestation activity, Promoting renewable sources of energy, and Recharging ground water levels, Organizing sensitization programmes on environment management, harmful effects of climate change, water pollution, and pollution control, among others.
5. Promotion of literary, visual and performing arts and preservation of ancient traditions such as ancient Indian musical instruments, Maintenance and conservation of monuments and sites of archaeological and heritage value, art and culture including restoration of building and sites of historical importance and works of art, setting up public libraries, promotion and development of traditional arts and handicrafts, Maintenance, preservation and conservation of archival records and archival libraries, Promotion and strengthening of regional and local museums, Contributing towards the restoration of ancient heritage works, and support the publication of books highlighting valuable collections from museums.

6. Measures for the benefit of armed forces veterans, war widows and their dependants, Extending relief measures during times of natural disasters, anywhere in the country, Infrastructure development activities at Community Development Centre;
7. Training to promote rural sports, nationally recognized sports, Paralympics sports and Olympic sports, organizing sports tournaments and coaching camps for community, Supporting sportspersons to participate in state, national and international events, Offering scholarships and sports equipments to deserving sportspersons, Preserving and promoting fine arts and performing arts,
8. Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for socio-economic development and relief and funds for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women; and
9. Contribution or funds provided to technology incubators located within the academic institutions which are approved by the Central Government
10. Rural development projects such as to develop infrastructural facilities for providing electricity through solar lights or alternate renewable energy to nearby villages, Promoting self/gainful employment opportunities by training rural youth for jobs such as welding, fabrication, and other electronic appliances, Undertaking projects that work towards the overall village/community development in rural areas, encompassing areas such as access to healthcare and education, improving the environment, infrastructure, promoting livelihood generation activities, etc. This may include projects like community resources management (water, sanitation, community (panchayat) areas, road and rail development, hospitals or health centers, schools, anganwadi centres.)
11. Any other activity as may be notified by Central Government from time to time as CSR activities.
 - In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.
 - A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

Sd/-  Jagdish H. Badlani (Chief Executive Officer or Managing Director or Director) 01084183	Sd/-  Jetho G. Tahiliani (Chairman CSR Committee) 01084183
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