

FIAT INDIA AUTOMOBILES PRIVATE LIMITED**CORPORATE SOCIAL RESPONSIBILITY POLICY****1. Guiding Principles**

Fiat India Automobiles Private Limited (FIAPL) a 50-50% joint venture between Fiat Group Automobiles S.p.A., and Tata Motors Limited having its manufacturing facility at Ranjangaon, District Pune. FIAPL is committed to the fulfilment of its corporate social, environmental and economic responsibilities for sustainable development and aims at improving the lives of the local community in and around its operational area and the society at large and subscribes to the philosophy of care, compassion and acts of generosity characterized by the willingness to build a society that works for everyone. This is the guiding principle of FIAPL's CSR policy.

2. CSR Statement

Harmonious co-existence with people and nature committed to improving the environment and lives of people

3. Objectives

The main objectives of FIAPL's CSR Policy:

1. Making positive contributions to society through sustainable and high impact programs;
2. Implementing strategic and long-term initiatives for the local community and its development;
3. Being a good corporate citizen and supplementing the role of Government in enhancing welfare measures for the society in general

4. CSR Activities

FIAPL will focus on activities for the benefit exclusively of the local population within FIAPL's operational area(s) and for general development - rural, cultural, environmental or otherwise as specified under Schedule VII to the Companies Act, 2013 (amended from time to time) that are:

- (A) Managed directly by FIAPL and/or;
- (B) Managed with the assistance of Government / Semi Government / local bodies and/or;
- (C) Managed through contributions to permitted funds and organizations setup / allowed for the said purposes

with the approval of Board of Directors on the recommendation of CSR Committee subject to the provisions of Section 135 of Companies Act, 2013 and rules made there-under.

CSR activities that are exclusively for the benefit of the employees of FIAPL and/or their family members shall not be considered as a CSR activity.

Fiat India Automobiles Private Limited

Tata Motors and Fiat Chrysler Automobiles Joint Venture

CIN : U28900PN1997PTC130940 Registered

Office : Plot No. B – 19, Ranjangaon MIDC Industrial Area , Ranjangaon 412 220, Taluka Shirur, District Pune, Maharashtra, India

Telephone : + 91 (2138) 672700 ; Fax : + 91 (2138) 672860 ; e-mail : info@fiapl.com

5. Thrust Areas

FIAPL will identify high thrust projects and programs in the areas of:

- (A) Rural development;
- (B) Sanitation and supply of safe drinking water;
- (C) Hygiene and health care/promotion;
- (D) Education, vocational skills development, capacity building and training for improving employability;
- (E) Awareness and promotion of road safety;
- (F) Conservation and protection of the environment by optimizing, recycling and promoting the use of natural resources; and
- (G) Contributing to designated Funds of the Central and State Governments for Welfare and Development.

6. CSR Budget and Spends

Allocations for CSR activities shall not be less than 2% of the average net profits of the Company earned during three immediately preceding financial years. Such allocations including unspent surplus(es) of earlier years brought forward from shall be applied towards CSR activities in the immediately succeeding year(s) and shall not form part of the business profits of a company.

Any Director being a member of the CSR Committee or the President of the Company shall be entitled to approve the expenditure on CSR activities pre-approved by the CSR Committee.

Tax treatment of CSR expenditure will be in accordance with the Income Tax Act, 1961 and as notified by the CBDT from time to time.

Any amount remaining unspent for any particular year, pursuant to any ongoing project, shall be transferred by Company within a period of thirty days from the end of the financial year to a special account to be opened by Company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account FY 0000-00, and such amount shall be spent by Company in pursuance of its obligation under its Corporate Social Responsibility Policy within the period of three financial years from the date of such transfer, failing which, Company shall transfer the same to the Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year and will no longer be available for being spent by the Company.

If the Company incurs expenditure in excess of the allocation made for any particular financial year, such excess amount spent may be set off against the requirement to spend for such number of succeeding financial years and in such manner, as may be prescribed by the Government.

Fiat India Automobiles Private Limited

Tata Motors and Fiat Chrysler Automobiles Joint Venture

CIN : U28900PN1997PTC130940 Registered

Office : Plot No. B – 19, Ranjangaon MIDC Industrial Area , Ranjangaon 412 220, Taluka Shirur, District Pune, Maharashtra, India

Telephone : + 91 (2138) 672700 ; Fax : + 91 (2138) 672860 ; e-mail : info@fiapl.com

7. Governance Structure

The Corporate Social Responsibility Committee of the Board (“CSR Committee”) constituted by the Board of Directors from time to time comprising Directors of the Company formulates and recommends to the Board, the CSR Policy and the activities to be undertaken by the Company as per Schedule VII to the Companies Act, 2013 and in this regard, the CSR Committee shall:

1. Recommend the amount of expenditure to be incurred on CSR activities;
2. Recommend the annual action plan to the Board of Directors;
3. Recommend the strategic plan for continuing CSR activities; and
4. Monitor the CSR activities undertaken by the Company.

The CSR Committee shall meet from time to time and the quorum for a valid Committee Meeting shall be any two members. The provisions of the Company’s Articles of Association for Board Meetings shall apply mutatis mutandis to the Meetings of the CSR Committee and the Company Secretary of the Company shall act as the Secretary for all CSR Committee Meetings.

The Board shall, after taking into account the recommendations made by the CSR Committee, approve the policy and disclose the contents of such Policy in its report and also place it on its intranet portal and ensure that the activities included in the CSR Policy of the Company are undertaken by the Company from time to time.

8. Reporting Framework

The CSR Committee of the Board will monitor the progress of CSR projects and CSR expenditure and make a report to the Board of Directors on a regular basis. The Annual Report of the Board of Directors shall include the Annual CSR Report in the structure and format prescribed under Section 135 of the Companies Act, 2013 and rules made thereunder.

9. Policy Review

The CSR Committee shall review the policy as often as necessary from time to time based on the changing needs and aspirations of target beneficiaries and make suitable suggestions to the Board for approval.

10. Information dissemination

The Company’s engagement with CSR projects shall be disseminated on its intranet portal, annual reports and in house journals from time to time.

Fiat India Automobiles Private Limited

Tata Motors and Fiat Chrysler Automobiles Joint Venture

CIN : U28900PN1997PTC130940 Registered

Office : Plot No. B – 19, Ranjangaon MIDC Industrial Area , Ranjangaon 412 220, Taluka Shirur, District Pune, Maharashtra, India

Telephone : + 91 (2138) 672700 ; Fax : + 91 (2138) 672860 ; e-mail : info@fiapl.com