

Matching Contributions Program for Aid to Post-Secondary Educational Institutions

Purpose of the Program

In consideration of its corporate citizenship responsibility, Graybar Electric Company, Inc., makes financial contributions to post-secondary educational institutions. This long-standing program of support includes a Matching Contributions Program. Cash contributions to universities and colleges by eligible employees will be matched, subject to the conditions stated below. The objective of this program is to provide a broad base of financial support of education by encouraging employee contributions to post-secondary institutions of their choice.

Eligible Employees

To be eligible, an employee must be a regular full-time employee with one or more years of service with Graybar Electric Company, Inc. The employee need not have attended the post-secondary educational institution to which he or she contributes.

Eligible Institutions and Organizations

Contributions in cash by employees to a college or university of their choice will be matched subject to the extent described hereinafter. To be eligible such post-secondary institutions must be listed in the Higher Education Directory of the U.S. Office of Education. Other post-secondary educational institutions or associations, as approved by the Contributions Committee, are eligible. All post-secondary institutions and organizations must be located within the United States or one of its possessions, and must be on the IRS list as institutions to which deductible contributions may be made. All institutions and organizations must be non-profit and non-proprietary. Alumni funds, foundations, or associations qualify if they are certified to the satisfaction of the Contributions Committee to be either an integral part of the institution or one which will transmit all contributions directly to the institution, or will use all contributions for its benefit.

Extent and Type of Gifts

Contributions must be personal cash gifts actually made by the employee. Pledged gifts will not be matched if the employee receives value for any part of the donation. The Company will match contributions of eligible employees from a minimum gift of \$50.00 to a maximum gift of \$5,000.00 per employee per calendar year. If total employee contributions exceed the maximum amount appropriated by the Company in any given period, the contributions to be made by the Company may be apportioned by the Contributions Committee in such manner as they consider equitable.

Administration of the Program

The Contributions Committee will administer the program and act within the authority given it by the Board of Directors. The Committee will be responsible for the interpretation and application of the provisions of the Matching Contributions Program and its decisions shall be final. The Program's fiscal year is from December 1st to November 30th, and payment under the provisions of the Program are made quarterly. The Company reserves the right to suspend, revoke, or terminate the Program at any time.

Operation of the Program

An eligible employee must fill out the Employee's Contribution Transmittal Form (Form A on the next page) and send the form with the contribution to the recipient institution or organization.

A financial officer, or other authorized officer, of the educational institution must then complete the Certification Form (Form B) which certifies that the gift has been received and return the form to the Company.

The Committee shall be the sole judge of the eligibility of the institution or organization to receive a matching contribution. After determining such eligibility, the Company will then incorporate the matching contribution in its next quarterly check to the institution or organization, and will so notify the employee.



MATCHING CONTRIBUTIONS PROGRAM

FORM A To be filled out by Employee _____ (date)

Enclosed is my gift of \$ _____,
to _____
(name of post-secondary educational institution, alumni fund, foundation, association or other organization)

I authorize the above named institution or organization to report this gift to Graybar Electric Company, Inc., P.O. Box 7231, St. Louis, Missouri, 63177, for the purpose of applying for a contribution from the Company under its Matching Contributions Program.

(company location) _____ (signature of employee)

(employment date) _____ (print or type full name)

(home address)

(home address)

FORM B To be filled out by financial officer of educational institution, or designated officer of fund, foundation, association, or other organization.

_____ (date)

I certify that the contribution described above was received by

(name of post-secondary educational institution, alumni fund, foundation, association, or other organization)

on _____ from _____
(date received) (name of donor)

I also certify that 100% of the gift is tax deductible.
I further certify that the Matching Contribution of Graybar Electric Company, Inc. will be used solely for educational purposes and that contributions to the above-designated institution or organization are deductible for Federal Income Tax purposes.

(authorized signature) _____ (name of institution or organization)

(please print name and title) _____ (address)

(address)

This certification should be returned to: Graybar Electric Company, Inc.
Attn: Contributions Chair
P.O. Box 7231
St. Louis, MO 63177