



DISH TV INDIA LIMITED

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CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

1. INTRODUCTION

Dish TV India Limited ("**Dish TV**") is *inter-alia* engaged in the business of providing 'Direct-to-home' service. Dish TV is the first licensee of DTH services in India.

At Dish TV we believe that a business can succeed in a society only when it shares a harmonious relationship with its external environment and therefore it is imperative for business houses to invest in the future by taking part in social building activities. With this objective, the Board of Dish TV had at its meeting held on January 22, 2009 approved a Corporate Social Responsibility Policy which was unified at Essel Group level. The said policy is now being revised in line with the requirements of Section 135 of the Companies Act, 2013. This revised Policy has been formulated by the Corporate Social Responsibility Committee at its meeting held on March 20, 2015 and subsequently adopted by the Board of Directors at its meeting held on March 20, 2015 and shall come into force with immediate effect.

2. DEFINITIONS

"**Company**" means Dish TV India Limited.

"**Act**" means The Companies Act, 2013 and includes Companies (Corporate Social Responsibility Policy) Rules, 2014 and all other applicable rules and any statutory modifications, re-enactment thereof.

"**Board**" means the Board of Directors of the Company"

"**Corporate Social Responsibility (CSR)**" means and includes but is not limited to- (i) Projects or programs relating to activities specified in Schedule VII to the Act; or (ii) Projects or programs relating to activities undertaken by the Board in pursuance of the recommendations of the CSR Committee, as per the declared CSR policy of the Companies.

"**CSR Committee**" means the Corporate Social Responsibility committee constituted under section 135(1) of the Act.

"**Net Profit/Profit**" refers to the average net profits of the Company, calculated in the manner as provided under the Act.

3. APPLICABILITY

As per Section 135 (1) of the Act, a Company fulfilling any of the below mentioned criteria in a financial year has to constitute a CSR Committee in terms of the provision of this section -

- Companies having net worth of Rs. 500 crores or more or
- Companies having turnover of Rs. 1000 crores or more or
- Companies having a Net profit of Rs. 5 crores or more

However, if for three consecutive financial years it ceases to comply with the above mentioned criteria, then the Company shall not fall within the purview of Section 135 of the Act.

In terms of Section 135 (5) of the Companies Act, 2013, the Board of the Company shall ensure that the Company spends, in every financial year, atleast 2 percent of the average net profits of the Company made during the three immediately preceding Financial Years in pursuance of its Corporate Social Responsibility Policy. Accordingly, the requirement to spend for the CSR arises when the Company has profits for 3 consecutive years.

As of now, the Company has not been in profits for last three consecutive years, accordingly, the requirement to spend for CSR is not applicable presently.

4. CORPORATE SOCIAL RESPONSIBILITY (CSR) PHILOSOPHY

Corporate Social Responsibility (CSR) is a very broad concept and includes an obligation by the corporate to consider the interests of the society by taking responsibility for the impact of its activities on customers, suppliers, employees, shareholders, communities and other stakeholders.

Our approach to CSR is built on creating sustainable programs that actively contribute to and support the social and economic development of the communities in which we operate. CSR for Dish TV is beyond its own immediate business interests to make positive difference. At Dish TV we are:

- I. Committed to promoting the principle of inclusive growth and equitable development.
- II. Committed to carry out our business activities respecting the cultures and practices of each region we operate in and proactively engage in activities that contribute to society as a good corporate citizen.
- III. Committed to invest in our community development by empowering women and children (especially girl child) by providing requisite skills and education.
- IV. Committed to engage and work actively in areas of promoting education and providing preventive healthcare.

5. FOCUS AREAS

Dish TV shall undertake multiple initiatives focusing on bringing about inclusive social development which contributes towards realization of its corporate social responsibility vision, as and when the Company has net profits for a period of three consecutive Financial Years.

Dish TV CSR strategy is focused on four broad areas of activity that addresses the social problems and needs of multiple target groups of the society in a holistic and sustainable manner viz. Promoting Education, Preventive Health Care, Women's Empowerment and Sports.

Education: Our primary focus is based on the belief that every child has the ability to learn, and excel in any field of their interest. Opportunities coupled with access to quality academic and professional education among deserving, vulnerable and meritorious students can shape their successful careers and future

Health Care: The Company proposes to partner with NGOs and other self-help groups to promote awareness, enable access and affordability in availing both preventive and curative health care services.

Women's Empowerment: Status of women in the society or country at large is reflected in the Progress and development that the society or a nation has achieved. Dish TV shall support activities contributing to gender equality, socio-economic empowerment of the women and bring awareness programs on anti-social issues.

Sports: Sports today is an integral part of holistic development of the human personality and excellence in sports is also associated with national prestige and morale. Therefore Dish TV supports talent in youth.

Besides the focus areas, Dish TV will also undertake any other CSR activities listed in Schedule VII of the Companies Act, 2013 as amended from time to time. However the CSR activities shall not include the activities undertaken in pursuance of normal course of business of the company.

6. FINANCIAL RESOURCES

- a) The Board of the Company shall allocate requisite sum as its annual CSR budget not being less than 2% of the average Net Profits of the Company made during the three immediately preceding financial years as may be recommended by its CSR committee for achieving its CSR vision through implementation of meaningful and sustainable CSR programs and any unspent/ unutilized CSR allocation of a particular year shall be carried forward and spent in the following year(s).
- b) The expenditure as may be decided by the Board on the recommendation of the CSR Committee shall be made in a Financial Year only upon the fulfillment of the condition that the Company has made net profits for a period of three immediately preceding financial years.
- c) Provided that all reasonable efforts will be made to ensure that the annual CSR allocation is fully utilized in the respective year. However, if the Company fails to spend such amount, the Board of Directors, shall in its report under clause (o) of sub-section (3) of Section 134 of the Act, shall specify the reasons for not spending the amount.
- d) Amount spent on CSR activities shall include all expenditure including contribution to corpus for projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but will not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Companies Act, 2013.
- e) The surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the company.

7. CSR PROJECT MANAGEMENT

- **Implementation:** Within the defined ambit of the identified thrust area CSR programs of Dish TV would be undertaken to the best possible extent. Project activities identified under CSR would be implemented by the Board of Directors of Dish TV directly or through associates with in Essel Group viz. 'Zee Foundation'/'Taleem Foundation' or in collaboration with trusts, NGOs, academic institutes, self-help groups, autonomous institutions and professional consultancy organizations etc. The Board shall disclose the details of the implementation of CSR initiatives and activities to the CSR Committee.
- **Monitoring of the project:** It will be the responsibility of the CSR Committee to monitor the CSR Policy of the Company and also periodically monitor the implementation of the projects / programs / activities under this CSR policy and to ensure compliance of the provisions related to CSR mentioned in the Companies Act, 2013 and keep the Board apprised of the status of the progress of implementation of the approved CSR Programmes. At the end of every financial year, the CSR Committee will submit its report to the Board.
- **Role of the Board:** The role and responsibility of the Board shall include:
 - a. Approval of CSR policy after taking into account the recommendations of the CSR Committee.
 - b. Ensure that the contents of the CSR policy disclosed in Board's report and are displayed on website of the Company in the manner prescribed under the applicable statute.
 - c. Ensure that the CSR activities are undertaken and executed by the Company as per this CSR policy and the applicable laws.
 - d. Specify in the Board's report, the reasons, if the required amount is not fully spent in CSR activities.

8. GENERAL

Any or all provisions of this CSR policy would be subjected to revision / amendment as per any guidelines issued by the Government from time to time and / or as recommended by the CSR Committee and approved by the Board of Directors of Dish TV.

The Company reserves the right to modify, cancel, add or amend rules/ provisions specified in the CSR policy.

9. REPORTING

The Board's Report of the Company to include an annual report on CSR containing particulars specified in the Annexure to the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time. The contents of the approved CSR Policy shall be displayed on the Company's website.
