



# ***DNA Entertainment Networks Private Limited***

## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

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## **1. INTRODUCTION**

DNA Entertainment Networks Private Limited believes in acting ethically and contributing to the economic development while improving the quality of life of the workforce and their families as well as of the local community and society at large.

The Company subscribes to the philosophy of compassionate care and committed to act on an ethos of generosity and compassion, characterized by a willingness to build a society that works for everyone. Further the Company strives towards becoming a socially responsible corporate entity with a thrust on Community development, and education through sustained business conduct. This is the cornerstone of CSR policy of the Company.

## **2. OBJECTIVES**

The policy document is an attempt to articulate the company's Social Responsibility. The framework enables to put in place policies and practices in line with this policy. The social policy document is an attempt to showcase the linkage of our social objectives with business strategy.

## **3. OUR CSR VISION**

- ✓ To promote social and economic inclusion by ensuring that marginalized communities have equal access to healthcare services, educational opportunities, and proper civic infrastructure.
- ✓ To create a globally competitive Biotech ecosystem in India through skill development.
- ✓ To bridge the gap of gender disparity in education, healthcare and employment.
- ✓ To create a platform for promoting the rich Art & Culture of the country and sensitizing the communities to appreciate fine arts.

## **4. OUR PHILOSOPHY CONSTITUTION OF CSR COMMITTEE**

As a socially responsible corporate, DNA Entertainment acknowledges its responsibility towards the environment, the marginalized communities and other stakeholders. DNA Entertainment aims to fund projects in the areas of healthcare, basic amenities, right to live and education. DNA Entertainment believes that in order to make meaningful impact, we need to partner with the government and like-minded organizations.

## **5. CONSTITUTION OF CSR COMMITTEE**

CSR Committee shall be constituted with Minimum Number of two Directors and following shall be their responsibilities in brief:

- a. Formulate CSR policy and recommend to board indicating the activities to be undertaken as specified in Schedule VII
- b. Recommend the amount of expenditure to be incurred;
- c. Review the programs from time to time;
- d. Allocate the budgets in line with the defined priorities and goals;

- e. Identify the projects & review the programme from time to time;
- f. Institute a transparent monitoring mechanism for implementation of CSR projects or programs or activities undertaken by the Company;
- g. Monitor CSR Policy from time to time;
- h. Such other matters as may be considered necessary for effective attainment of Objects specified in this Policy.

## **6. MEMBERS**

The CSR Committee will be nominated from time to time by the Board of Directors keeping in mind the minimum number of members prescribed under Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Our current CSR Committee members are:

<b>Name</b>	<b>Title</b>	<b>Designation</b>
Mr. Thimmaiah Venkata Vardhana	Director	Member
Mr. Raoul Kengal Vardhan	Director	Member
Mr. Kottarathil Thotondavida Abdul Majeed	Director	Member

The Board of Directors will change such nominations to the Committee as may be found necessary or desirable.

## **7. PROCEEDINGS OF THE COMMITTEE**

### **A. MEETING OF COMMITTEE**

The Members shall meet together for dispatch of CSR activities from time to time as the need be and shall also meet at least once in a financial year and at least one such meeting shall be conducted in a Financial Year.

### **B. NOTICE OF THE MEETING**

Notice in writing of every meeting of the Committee shall be given to every Member in the manner provided in the Companies Act, 2013 and the Secretarial Standards (SS-1) issued by the Institute of Companies Secretaries of India, as amended from time to time.

### **C. QUORUM**

The Quorum of the Meeting of the Committee shall be one-third of its total strength or two Members, whichever is higher or as prescribed in the Companies Act, 2013 and the Secretarial Standards (SS-1) issued by the Institute of Companies Secretaries of India, as amended from time to time.

**D. ADJOURNMENT OF MEETING FOR WANT OF QUORUM**

If a Meeting of the Board could not be held for want of Quorum, then, unless otherwise provided in the Articles, the Meeting shall automatically stand adjourned to the same day in the next week, at the same time and place or, if that day is a National Holiday, to the next succeeding day which is not a National Holiday, at the same time and place.

**E. CHAIRMAN**

The Members of the Committee may nominate a Chairman for each of their Meetings. Such Chairman shall preside over the deliberations at the Meeting, and also shall sign the Minutes of the Meeting. However, in case if he is incapacitated or not available for such signing the Minutes of the Meeting, then the same may be signed by the Chairman of the next Meeting by passing a resolution by the Committee Members in this regard.

**F. RESOLUTION BY CIRCULATION**

No resolution shall be deemed to have been duly passed by the Committee thereof by circulation unless the resolution has been circulated in draft, together with the necessary papers, if any to all the members of the Committee then in India and to all other members of the Committee at their usual address in India.

**8. FOCUS AREA OR LIST OF PROJECTS OF PROGRAMS TO BE UNDERTAKEN UNDER THIS POLICY**

In accordance with the requirement under the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 focus of the DNA Entertainment, CSR Committee will presently be in the following areas or any other areas or subject (as specified in Schedule VII) the committee may consider based on periodic review and future developments

**a) HUNGER, POVERTY, MALNUTRITION AND HEALTH**

Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set up by the Central Government for the promotion of sanitation and making available safe drinking water

**b) EDUCATION**

Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects

**c) GENDER EQUALITY AND WOMEN EMPOWERMENT**

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

**d) ENVIRONMENT SUSTAINABILITY**

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

**e) NATIONAL HERITAGE, ART AND CULTURE**

Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts

**f) RURAL AND OTHER SPORTS**

Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports

**g) CONTRIBUTION TO THE GOVERNMENT FUNDS**

Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women

**h) CONTRIBUTION TO TECHNOLOGY INCUBATORS**

Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government

**i) RURAL DEVELOPMENT**

Rural development projects and slum area development

**9. MODALITIES OF EXECUTION AND MONITORING**

The CSR activity will be undertaken by the CSR committee either directly or through tying up with such other entity/organization as approved by the CSR Committee falling within the purview of Rule 4 of the Companies (Corporate Social Responsibility Policy) Rules, 2014. The CSR committee will decide on the locations for CSR activities.

The Committee Members may either choose any one or more of their members or induct officers or employees of DNA Entertainment or external experts or advisors to monitor the schemes in which Invitrogen is participating and report the status thereof to the Committee at periodic intervals.

## **10. GOING BEYOND POLICY IMPERATIVES**

Although our main thrust lies in providing support to the above mentioned areas, the Company is not bound to restrict itself to it. The Committee is empowered to develop and integrate business models with social and environmental priorities and processes in order to create shared value.

The CSR Committee shall not contribute in the following manner under the CSR Policy:

1. The projects or programs or activities that benefit only the employees of the Company and their families.
2. One off events such as marathons/awards/charitable contribution/advertisement/sponsorships of TV programmes etc.
3. Expenses incurred by Companies for the fulfillment of any other Act/Statute of regulations (labour laws, Land Acquisition Act, 2013, Apprentice Act 1961 etc.)
4. Contribution of any amount directly or indirectly to any political party.
5. Activities undertaken by the Company in pursuance of its normal course of business.
6. The project or programmes or activities undertaken outside India.

## **11. APPROVAL OF PROJECTS**

Prior to the commencement of projects, there shall be a baseline study of the core focus areas and subsequent development of a project for satisfying the core focus areas. All the projects shall be assessed under the agreed strategy, shall be monitored every quarter, and measured against targets and budgets.

## **12. BUDGET COMPUTATION AND ALLOCATION**

The Budget shall be arrived at on computation of:

- a. two percent of the average net profits calculated in accordance with the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014;
- b. any income arising there from and
- c. surplus arising out of CSR activities

Thereafter, a specific budget shall be allocated to a specific project activity. The CSR Committee constituted shall monitor the project expenditure and the surplus arising out of the CSR activity will not be part of business profits of the Company.

## **13. AMENDMENT OF POLICY**

No amendment, change or modification to this Policy shall be effective or enforceable unless it is approved by the Committee members and further approved by the Board of Directors of the Company. The amended Policy has to be made available in the Company website. Except, amendments with regard to Focus Areas, amendments shall be effective or enforceable on Committee's approval subject to Schedule VII activities of the Companies Act, 2013.

#### **14. MAINTENANCE OF ACCOUNTS**

1. The Committee shall maintain proper books of account in respect of the CSR expenditure.
2. The Company shall preserve in good order the Books of account relating to a period of not less than eight years with vouchers relevant to any entry in such Books of Account
3. Where the Committee has a authorized or has in collaboration with other entities taken up the CSR Activity, the Committee shall be deemed to have complied with this Policy if proper Books of account relating to the transactions effected at the entities are kept in such entities and proper summarized returns and reports, made upto date at intervals of not more than 6 months, are sent by such entities where the Committee is maintaining its Books of Accounts.
4. The Books of Account shall give a true and fair view of the state of affairs of the Committee or other entities, as the case may be and explain its transactions. The Books of account and other books and proper shall be open to inspection by any Members and Directors during business hours.

#### **15. REPORTING**

Information on the spending by the Company shall be disseminated on periodic basis in its Annual Report.

Expenditure on CSR activities that qualify to be recognized as an expense should be presented as a separate line item as the CSR 'expenditure in the Statement of profit and loss. Further the relevant note relating to the CSR expenditure should disclose the break-up of various heads of expenses included in the line item 'CSR expenditure.

If there is any contractual liability incurred for which a provision has been created in the balance sheet for the amount spent on the CSR activity, such provision should be presented as per Schedule III to the Companies Act, 2013. Movements in the provision during the year should be shown separately.

Disclosure has to be made in the Cash flow statement (where applicable).

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*Corporate Social Responsibility policy of the Company conforms to the Schedule VII of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 as notified by the Ministry of Corporate Affairs, Government of India.*

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