



## **SCRABBLE ENTERTAINMENT LIMITED**

(CIN:U92190MH2008PLC178456)

Plot No A -20 Cross Road B, MIDC, Marol, Andheri (East), Mumbai - 400093

Tel: +91 22 67119700 Fax: +91 22 67119777

Email: info@scrabbleentertainment.com - web: <http://www.scrabbleentertainment.com>

## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

### **1) CSR Policy & Philosophy**

Scrabble Entertainment Limited is committed to operate and grow its business in a socially responsible way with a vision to be an environment friendly corporate citizen. Scrabble Entertainment Limited has taken up various corporate social responsibility initiatives earlier and will continue to do so in future.

Constitution of a corporate social responsibility committee of the board of directors and formulation of a corporate social responsibility policy has become mandatory for Scrabble Entertainment Limited under Section 135 of the Act (as defined below). Accordingly, the Board (as defined below) has in its meeting held on March 26, 2014 constituted a CSR Committee (as defined below). The CSR Committee has formulated and recommended to the Board this CSR Policy (as defined below) which encompasses its philosophy and guides its sustained efforts for undertaking and supporting socially useful programs.

### **2) CSR Vision**

Improve quality of life for all our communities through integrated and sustainable development in every possible way.

### **3) Functions of the CSR Committee**

In terms of the Act, the CSR Committee is required to, *inter alia*, carry out the following functions:

- (a) formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by Scrabble Entertainment Limited as specified in Schedule VII of the Act;
- (b) recommend the amount of expenditure to be incurred on the activities referred to in sub-paragraph (a); and
- (c) monitor the CSR Policy from time to time.

### **4) Definitions**

In this CSR Policy, unless the context otherwise requires;



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- a) “**Act**” shall mean the Companies Act, 2013, including any modifications, amendments or re-enactment thereof.
- b) “**Agency**” or “**Agencies**” shall mean any Trust or registered society or a company established under Section 8 of the Act by the Company, either singly or alongwith its holding or subsidiary or associate company, or alongwith any other company or holding or subsidiary company of such other company, or otherwise; provided that (i) if such Trust, society or company is not established by the Company, either singly or alongwith its holding or subsidiary or associate company, or alongwith any other company or holding or subsidiary or associate company of such other company, it shall have an established track record of three years in undertaking programmes and projects that are similar to the programmes and projects that are proposed to be undertaken by the Company pursuant to this CSR Policy and (ii) the Company has specified the project or programmes to be undertaken through such entities, the modalities of utilization of funds on such projects and programmes and the monitoring and reporting mechanism; provided further that the Trust or registered society or Section 8 company has been created exclusively for undertaking CSR Activities or where the corpus is created exclusively for a purpose directly relatable to a subject covered in Schedule VII of the Act.
- c) “**Annual Plan**” shall mean the annual planned CSR Expenditure as approved by the Board on the recommendation of the CSR Committee, for a particular Financial Year.
- d) “**Approved Budget**” shall mean the total budget as approved by the Board of the Company which is to be spent or utilized for CSR Activities.
- e) “**Average Net Profits**” shall mean the average net profits of the Company as defined under the Act and the Rules based on which a specific percentage for CSR Expenditure has to be calculated.
- f) “**Board**” shall mean the Board of Directors of the Company.
- g) “**Company**” shall mean Scrabble Entertainment Limited.
- h) “**CSR Activities**” shall mean all the Corporate Social Responsibility activities / programmes / initiatives of the Company, either ongoing or new, which are in conformity with the activities specified in Schedule VII to the Act (as amended from time to time) in and around the registered office, corporate office, sales offices, warehouses of the Company, its subsidiaries



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and associates wherever located, as recommended by the CSR Committee and approved by the Board.

- i) “**CSR Committee**” shall mean the Corporate Social Responsibility Committee as constituted by the Board in accordance with the Act and the Rules, comprising of three or more Directors, out of which, at least one director shall be an independent director.
- j) **CSR Expenditure**” shall mean all expenditure on CSR Activities as recommended by the CSR Committee and approved by the Board including the following;
  - i) contributions to CSR Activities which shall be implemented and / or executed by the Company; and
  - ii) contributions to CSR Activities which shall be implemented through any Agency established / registered to carry on the CSR Activities as defined under and in accordance with the Rules and any circulars issued by the Ministry of Corporate Affairs.
- k) “**CSR Officer**” shall mean a person engaged by the Company to assist the CSR Committee to implement the CSR Activities envisaged under the CSR Policy.
- l) “**CSR Policy**” shall mean this corporate social responsibility policy of the Company.
- m) “**Financial Year**” shall mean the period beginning from April 1 of every year to March 31 of the succeeding year.
- n) “**Group Companies**” shall mean holding companies, subsidiaries and associate companies of the Company.
- o) “**Rules**” shall mean the Companies (Corporate Social Responsibility Policy) Rules, 2014, including any modifications, amendments or re-enactment thereof.
- p) “**Thrust Areas**” shall mean the areas or activities described as such in this CSR Policy, as amended by the CSR Committee, from time to time.
- q) “**Trust**” shall mean a trust formed and registered under the Indian Trust Act, 1882 and under the Income Tax Act, 1961 for those states where registration of trust is not mandatory.



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Words and expressions used and not defined in this CSR Policy shall have the same meanings respectively assigned to them in the Act and / or the Rules.

### **5) Thrust Areas**

While we strive to undertake all or any suitable activity as specified in Schedule VII to the Act, currently, we focus to support and implement the following activities as our Thrust Areas:

- a) 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) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- c) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- d) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund setup by the Central Government for rejuvenation of river Ganga;
- e) 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) measures for the benefit of armed forces veterans, war widows and their dependents;
- g) training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- h) 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;
- i) contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- j) rural development projects;
- k) slum area development; and



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- l) promotion of any activities relating to any of the forgoing thrust areas, of any of the departments of:
  - (a) the Central Government, or
  - (b) any of the State Governments, or
  - (c) any of the Union Territories of India,provided such promotion is certified by such government to be under the Corporate Social Responsibility (CSR).

### **6) Implementation**

Each year, the CSR Committee will identify the CSR Activities including the Thrust Areas, Approved Budget, CSR Expenditure and implementation schedule, etc.

The CSR Activities will be carried out in and around the registered office, corporate office, sales offices / warehouses of the Company and its Group Companies. However, this shall not bar the Company from pursuing its CSR Activities in any other areas in accordance with the Act and the Rules. The CSR Activities will be carried out / implemented either directly by the Company itself or, through Agencies established / registered to carry on the CSR Activities as defined under and in accordance with the Rules and any circular issued by the Ministry of Corporate Affairs.

### **7) Expenditure not covered or recognised**

The following contributions shall not be considered as CSR Expenditure;

- a) Contributions of any amount, whether directly or indirectly, to any political party or any person associated with a political party.
- b) Amount spent, whether directly or indirectly, for the benefit of employees of the Company, its Group Companies and their families.
- c) Expenses incurred by the Company for the fulfillment of obligations under any act / statute or regulations (such as labour laws).
- d) Expenses incurred by the Company for one off events such as marathons / awards / charitable contribution / advertisement / sponsorships of TV programs etc.
- e) Expenses incurred by the Company for activities undertaken in pursuance of its normal course of business.
- f) Other contributions / expenses not recognized under the Act / Rules as amended or modified, from time to time.



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**8) Funding and allocation**

Following is the mode of funding and allocation of area-wise planned expenditure for the CSR Activities.

- a) The Company shall, in every Financial Year, contribute a statutory minimum limit of at least two per cent (2%) of its Average Net Profits made during three immediately preceding Financial Years for the CSR Expenditure.
- b) In the absence of Average Net Profits during three immediately preceding Financial Years, the Company endeavors to spend such feasible amount as it may decide.
- c) The CSR Committee shall prepare its Annual Plan, for a Financial Year, for the CSR Activities including the Thrust Areas and manner of implementation etc., and submit the same for approval of the Board in the following format:

S. No.	CSR Activities / Thrust Areas	Proposed Schedule of Implementation	Annual Budget (Rs.)	% of allocation

- d) The Company shall endeavor to spend the entire amount of statutory minimum contribution limit in a Financial Year. In the event, the Company is unable to spend such amount in any given Financial Year, the Board shall specify the reasons for the same in its report to the shareholders made under Section 134(3)(o) of the Act.
- e) The Company has an option to carry forward such un-spent money to next year by depositing it in a separate CSR Fund (Corpus) created by the Company or to contribute to the corpus of Agencies etc., in accordance with the Act and the Rules.
- f) Any surplus arising out of CSR Activities undertaken by the Company shall not form part of the business profits of the Company.



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**9) Monitoring mechanism**

- a) The CSR Officer of the Company will coordinate / review the implementation of CSR Activities at various areas and report to the Board through the CSR Committee from time to time. The CSR Committee shall meet at least once in a year to monitor the implementation of the CSR Policy and the CSR Activities. The Committee shall ensure that the CSR Policy, as amended from time to time, is displayed on the Company’s website and disclosed in the Board’s report.
- b) The CSR Committee shall on an annual basis place before the Board its annual report on CSR Activities as per the format specified under paragraph 10 below. The Board shall include in its report to the shareholders, the annual report on CSR Activities as per the format specified under the Rules.
- c) The company secretary, if any of the Company shall assist the CSR Committee and the Board in connection with the performance of their respective duties under the CSR Policy and under any regulations governing the CSR Activities, as amended from time to time.

**10) Reporting format**

Periodic reporting on the CSR Activities, execution modalities, implementation schedules etc., to the CSR Committee shall be in the following format, which may be amended by the CSR Committee from time to time.

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs were undertaken	Amount outlay (budget) (project or program-wise)	Amount spent on the projects or programs (Please specify: (1) Direct expenditure on projects or programs; (2) Overheads)	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency (if through implementing agency, give details of such agency)
2							
3							
	TOTAL						

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