



THINK EDUCATION. THINK ZEE LEARN.



ZEE LEARN LIMITED

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

1. Introduction and Objectives

Zee Learn Limited (ZLL), a part of Essel Group, is a leading education company, founded with the purpose of 'Improving Human Capital'. The company has contributed in the field of education across age groups, all the while maintaining its core values of integrity, ownership, leadership, trust and continuous learning. We believe that every child has a unique and infinite potential and we are committed to help children realize their capabilities.

At ZLL, we believe that a business cannot succeed in a society that fails 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 ZLL had on July 7, 2016 approved a Corporate Social Responsibility Policy. The said policy is in line with the requirements of Section 135 of the Companies Act, 2013.

2. Corporate Social Responsibility (CSR) Philosophy

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

- 1) Committed to promoting the principle of inclusive growth and equitable development.
- 2) 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.
- 3) Committed to invest in our community development by empowering women and children (especially girl child) by providing respective skills and education.
- 4) Committed to engage and work actively in areas of promoting education and providing healthcare.

3. Scope

This Policy covers proposed CSR activities to be undertaken by the Company and examining their alignment with Schedule VII of the Act as amended from time to time. It covers the CSR activities which are being carried out in India only and includes strategy that defines plans for future CSR activities.

Based on the 2 % of the average net profits calculated for the last 3 financial years, the Company is not required to spend any amount on CSR activities during the FY 2015-16.

However, subject to applicability of provisions of the act, the Company shall in FY 2016-17 implement its CSR activities in various sectors which may include but not limited to Healthcare, Education, Rural Development, Environment protection, Go green initiatives or any other area as may be prescribed by Schedule VII amended from time to time.

4. Focus Areas

ZLL is to undertake multiple initiatives focusing on bringing about inclusive social development which contributes towards realization of its corporate social responsibility vision. ZLL's 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 mainly viz. Promoting Education, 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. ZLL in collaboration with local communities and partner organization(s) shall focus to address literacy and gender equality in education. The Company proposes to support all the areas of Education including but not limited to pre-primary, primary, secondary, higher secondary & higher education, Adult literacy, vocational & skilling.

Health Care: The Company proposes to partner with NGOs and other self-help groups to promote awareness, enable access and affordability in availing 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. ZLL shall support activities contributing to gender equality, socio-economic empowerment of the women and bring awareness programmes 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, ZLL shall support talent in youth.

5. Financial Resources

For achieving its CSR vision through implementation of meaningful and sustainable CSR programs, ZLL will allocate requisite sum as its annual CSR budget as may be decided by its CSR committee and any unspent/ unutilized CSR allocation of a particular year shall be carried forward and spent in the following year(s).

6. Governance Structure

At the Board level, the CSR governance structure at ZLL will be headed by the CSR Committee which will be responsible for formulating and implementation of CSR projects and put in place monitoring mechanism to track project progress.

The CSR projects execution and all budgeted and non-budgeted CSR spends proposed shall be reviewed by the CEO of the Company and placed before the CSR Committee who shall approve the amount of expenditure to be incurred on each CSR activity.

7. CSR Project Management

Implementation: Within the defined ambit of the identified thrust area CSR programs within ZLL would be undertaken to the best possible extent. Project activities identified under CSR would be implemented through a registered trust or a society registered or a company established by the ZLL or it's holding or subsidiary or associates within Essel Group viz., 'Taleem Foundation', 'Gyanmala Public Education Trust,' 'Zee Learn Education Society,' 'Mount Litera Education Foundation,' or in collaboration with trusts, NGOs, academic institutes, self-help groups, autonomous institutions and professional consultancy organizations etc outside the Essel Group.

Monitoring of the project: the registered trust or a society registered or a company established by the ZLL shall determine project objectives, and put in place monitoring mechanisms and based on progress and/or observations from time to time assess thrust area for identify CSR projects needing more focus.

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 ZLL.

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

9. Approval of the Corporate Social Responsibility Policy

This Policy is prepared by the CSR Committee and approved and adopted by the Board at its meeting held on July 7, 2016.

10. Dissemination

The content of this Policy and CSR projects undertaken under this Policy shall be disclosed from time to time in the Company's Annual Financial Statements, Board's Report and on the Company's website.
