

## **Thomson Press (India) Limited**

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### **CORPORATE SOCIAL RESPONSIBILITY**

Corporate Social Responsibility is the Companies intent to make a positive difference to the society; Companies have realized that the Government alone will not be able to get success in its endeavor to uplift the Society so therefore the concept of CSR has gained its prominence in recent years and has been made mandatory as per Companies Act, 2013, which requires Companies to contribute some part of its profits towards the Corporate Social Responsibility activities.

With the rapidly changing corporate environment, more functional autonomy and operational freedom we have adopted Corporate Social Responsibility as a strategic tool for sustainable growth.

We are committed to operate our business with emphasis on Corporate Social Responsibility in all areas of our operation. We will integrate our business values and operations to meet the expectations of our shareholders, customers, employees, regulators, investors, suppliers, community and to take care of environment with best interest.

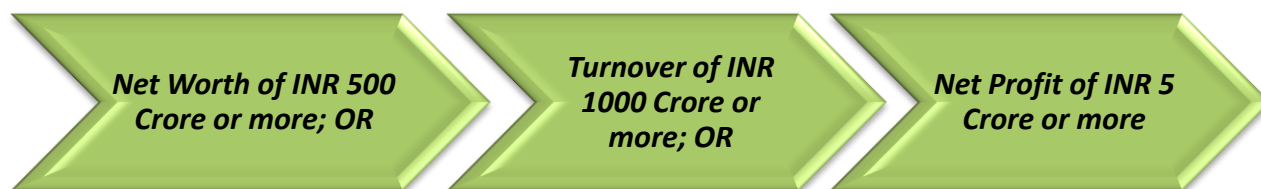
### **CSR VISION**

1. Build a Powerful Partnership with Society for **'Sustainable Development'**;
2. To improve the quality of life of the communities we serve through long term stakeholder value creation.

### **APPLICABILITY**

The Companies on whom the provisions of the CSR provisions shall be applicable are specified under sub section (1) of Section 135 of the Companies Act, 2013. As per the said section, the companies having Net worth of INR 500 crore or more; or Turnover of INR 1000 crore or more; or Net Profit of INR 5 crore or more during any financial year shall be required to comply with the requirements of this Section related to contribution towards the CSR activities and constitution of a Corporate Social Responsibility Committee through the Board of Directors of the Company.

Further the Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for CSR activities.



## CSR COMMITTEE

### I. Composition of CSR Committee

Keeping in line with the requirements of Section 135 of the Companies Act, 2013 (hereinafter referred to as “the Act”), the Board of Directors of the Company had constituted Corporate Social Responsibility Committee (hereinafter referred to as “the CSR Committee”) comprising of the following Directors:

S. No.	Name	Designation
1.	Mr. Aroon Purie	Director
2.	Mr. Ankoor Purie	Managing Director
3.	Mr. Rakesh Malhotra	Independent Director

### II. Roles and Responsibilities

The CSR Committee will carry out the following functions:

- a) Formulating and recommending to the Board a Corporate Social Responsibility Policy indicating activities to be undertaken as specified in line with Section 135 read with Schedule VII of the Companies Act, 2013.
- b) Recommending to the Board the CSR projects/ activities to be undertaken by the Company.
- c) Recommending to the Board, modifications to the CSR policy as and when required.
- d) Recommending to the Board the amount of expenditure to be incurred on the activities referred to in clause (a).
- e) Regularly monitoring the Corporate Social Responsibility Policy from time to time and reporting to the Board.

## LIST OF ACTIVITIES ELIGIBLE FOR CSR PROJECTS, PROGRAMS AND ACTIVITIES

The Policy recognizes that corporate social responsibility is not merely compliance; it is a commitment to support initiatives that measurably improve the lives of underprivileged by one or more of the following focus areas as notified under Section 135 of the Companies Act 2013 and Companies (Corporate Social Responsibility Policy) Rules 2014:

Sl. No.	ACTIVITIES SPECIFIED AS CSR ACTIVITIES IN SCHEDULE VII OF COMPANIES ACT,2013
1	Eradicating hunger, poverty and malnutrition, promoting healthcare including preventive healthcare 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;
2	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
3	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;
4	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 including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
5	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;
6	Measures for the armed forces veterans, war widows and their dependents;
7	Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports;
8	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;
9	Contributions or funds provided to technology incubators located within academic institutions which are approved by Central Government;
10	Rural development projects;
11	Slum area development projects. Explanation - For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for time being in force.

**The Board of Directors on the basis of recommendations received from CSR Committee shall approve one or more of the abovementioned activities which are being undertaken or shall be undertaken as project, programmes for contribution towards Corporate Social Responsibility.**

The above list is illustrative and not exhaustive.

**Note:** - CSR activities shall be undertaken as projects, programs of activities (either new or ongoing) excluding activities undertaken in pursuance of the normal course of business of the Company.

#### **ACTIVITIES DISQUALIFIED FOR CSR**

The CSR Rules prohibit the CSR projects and programs that are implemented by the Company for benefit of the employees of the Company and their families. The CSR activities implemented outside India also fall outside the purview of the Rules and hence CSR expenditure on such activities will not be considered for inclusion in the CSR spend. Any amount directly or indirectly contributed towards any political party under Section 182 of the Act shall not be considered as CSR Spend. Activities that are undertaken by the Company in pursuance of its normal course of business will not be considered as CSR activities.

#### **AMOUNT TO BE ALLOCATED TOWARDS CSR ACTIVITIES**

The corpus for the purpose of carrying on the aforesaid activities would include the following:

- 2% of the average Net Profit made by the Company during immediately preceding three Financial Years in pursuance of its Corporate Social Responsibility Policy.

“Net profit” means the net profit as per the financial statement of the company prepared in accordance with the applicable provisions of the Act, but shall not include the following:

- (i) Any profit arising from any overseas branch or branches of the company, whether operated as a separate company or otherwise, and
- (ii) Any dividend received from other companies in India which are covered under and complying with the provisions of section 135 of the Act.

- Surplus arising out of CSR activities carried out by the company and such surplus will not be part of business profit of the company.

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, specify the reasons for not spending the amount.

## CSR EXPENDITURE

CSR expenditure shall include all expenditure including expenditure to corpus, for projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but does 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 Act.

One-off events such as marathons/ awards/ charitable contribution/ advertisement/ sponsorships of TV programmes etc. shall not be qualified as part of the CSR expenditure. Expenses incurred by Companies for fulfillment of any Act/Statute of Regulations would not count as CSR expenditure.

## CSR THROUGH REGISTERED TRUST, SOCIETY OR OTHERWISE

The Board of Directors of the Company may decide to undertake CSR activities approved by the CSR Committee, through a registered trust or a registered society or a company established by the Company or its holding or subsidiary or associate company under section 8 of the Act or otherwise provided that:

- i. If such trust, society or company is not established by the Company or its holding or subsidiary or associate company holding or subsidiary or associate company, it shall have an established track record of 3 (three) years in undertaking similar programs or projects;
- ii. The Company has specified the project or programs to be undertaken through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism.

## CSR MONITORING

Effectiveness of CSR project is assessed through effective mechanism involving external as well as internal evaluation in place.

- The CSR Committee shall prepare a transparent monitoring mechanism for ensuring implementation of the projects / programmes / activities undertaken/ proposed to be undertaken by the Company.
- The CSR Committee shall have the authority to obtain professional advice from external sources and have full access to information contained in the records of the Company as well as the powers to call any employee / external consultant or such other person(s) and for such purpose as may be deemed expedient for the purpose of accomplishments of overall CSR objectives laid down under the Act.
- The CSR Committee shall obtain feedback from the beneficiaries of each program;
- The CSR Committee shall review the appropriate documentation of the CSR Policy, annual CSR activities, CSR budget and CSR expenditure on a regular basis;
- The CSR Committee shall initiate steps to check whether the activities are progressing as per the guidelines of the CSR policy and statutory requirements and shall initiate corrective actions if there are any deviations.

### PUBLICATION OF CSR POLICY

As per the CSR Rules, the contents of the CSR Policy shall be included in the Director's Report as per the prescribed format under Companies (Corporate Social Responsibility Policy) Rules, 2014 and same shall be displayed on the Company's website.

### FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT

1. Brief outline of Company's CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.
2. The Composition of the CSR Committee.
3. Average Net Profit of the Company for last three financial years.
4. Prescribed CSR expenditure (2% of the amount as in Item No. 3 above).
5. Details of CSR spent during the Financial year:
  - (a) Total amount to be spent for the financial year;
  - (b) Amount unspent; if any
  - (c) Manner in which the amount spent during the financial year is detailed below:

(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 was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub Heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implemen ting agency
1							
2							
3							
	<b>TOTAL</b>						

\*Give details of implementing agency:

6. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board's Report.
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

## **POLICY REVIEW AND FUTURE AMENDMENT**

The CSR Committee shall annually review the CSR Policy from time to time and make suitable changes as may be required and submit the same for the approval of the Board.