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## **CORPORATE SOCIAL RESPONSIBILITY POLICY OF BAAZI NETWORKS PRIVATE LIMITED**

### **1. CONTEXT**

Baazi Networks Private Limited (*Baazi*), established under the provisions of the Companies Act, 2013, commenced its operations in 2014 with the launch of its flagship product, Poker Baazi. At its core, Baazi aims a visionary perspective: to elevate poker beyond a mere card game and establish it as a recognized sporting category.

Baazi acknowledges its responsibility and potential to positively impact the communities in which it operates. Understanding the significant opportunity it holds to effect meaningful change, the Baazi aspires to be a trusted partner in fostering social, economic, and environmental progress throughout India.

As part of its committed approach to fostering economic empowerment within these communities, Baazi also acknowledges the importance of dedicating its time, expertise, and resources. Through a series of initiatives tailored to local needs, Baazi seeks to make tangible contributions that reinforce its commitment to being a socially responsible corporate entity. These initiatives are designed not only to address immediate needs but also to create sustainable, long-term benefits that enhance the well-being and prosperity of the communities served by the Company.

### **2. REGULATORY FRAMEWORK**

This policy is crafted in adherence to the provisions outlined in Section 135 of the Companies Act, 2013, and its corresponding Rules. These regulatory frameworks delineate the criteria for fulfilling CSR obligations, permissible projects and activities, prescribe the manner of execution, specify the constitution of CSR Committees, and mandate the formulation of CSR Policies.

Our Policy is designed to encompass all CSR projects and programs to be undertaken by the Company, aligning with Schedule VII of the Act or any subsequent amendments thereto.

### **3. OBJECTIVE & SCOPE**

To foster holistic development and contribute to social and economic transformation, our Company aims to exemplify responsible corporate citizenship in India. This CSR Policy governs all our CSR projects and programs, ensuring compliance with the relevant provisions of the Companies Act, 2013.

### **4. CSR COMMITTEE**

As per the provisions of the Companies Act, 2013, the Company shall constitute a CSR Committee of the Board consisting of three or more directors, out of which at least one director shall be an independent director.

Provided that where a Company is not required to appoint an independent director, it shall have in its CSR Committee two or more directors.

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Where the applicable CSR spent does not exceed fifty lakh rupees, the requirement for constitution of the CSR Committee shall not be applicable and the functions of such Committee, in such cases, be discharged by the Board of Directors of the Company.

## **5. CSR OBLIGATION**

Company is required to spend, in every financial year, at least such percentage prescribed by the Act from time to time of the average net profits [as calculated under CSR Rules] during the 3 immediately preceding financial years on CSR activities.

## **6. CSR ACTIVITIES**

The Company commits to engage in CSR projects aligned with the activities specified under Schedule VII of the Act, subject to any amendments made from time to time.

## **7. IMPLEMENTATION**

The implementation of CSR programs and projects can take various forms, offering flexibility in how the Company chooses to execute its CSR initiatives. This flexibility allows for a combination of approaches:

- Direct Execution by the Company: In this approach, the Company directly undertakes and manages CSR programs and projects. This could involve deploying internal resources, expertise, and infrastructure to execute initiatives effectively.
- Implementation through Permitted Entities: Alternatively, the Company may opt to collaborate with internal/external entities permitted under the Act and Rules to implement CSR programs and projects. These entities could include non-profit organizations, NGOs, foundations, or trusts with established expertise and infrastructure in specific CSR areas. Partnering with such entities can leverage their specialized knowledge, local presence, and community connections, enhancing the impact and reach of CSR initiatives.

## **8. MONITORING**

a. The Board/ CSR Committee's responsibilities include monitoring the progress of CSR programs, expenditure, and assessing the need for adjustments or enhancements to optimize outcomes effectively.

d. The Board/ CSR Committee may disseminate information about CSR initiatives to employees and external stakeholders through various channels such as email, the Company's website, and other suitable communication platforms, fostering transparency and engagement in CSR efforts.

## **9. GENERAL**

In the event of ambiguity or inconsistency between this Policy and applicable laws, the prevailing laws will take precedence. The interpretation and decisions made by the Board shall be deemed final in all matters.

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Furthermore, any provisions within this Policy are subject to revision or amendment in alignment with changes in the Companies Act, 2013, the Companies (Corporate Social Responsibility Policy) Rules, and any relevant notifications or circulars issued by the Ministry of Corporate Affairs.

The Board retains the authority to amend, modify, cancel, add, or alter any provisions outlined in this Policy as deemed necessary.

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