

Gift Policy

1. Preamble:

- This policy intends to spell out the company's stand with respect to giving & receiving gifts by employees in their official capacity in the course of business.
- **As a general principle, giving, offering or receiving of gifts is not allowed**, especially when a real or perceived attempt is being made to influence an action in exchange for the gift or to do anything that is prohibited by the law, regulation or the Company.
- Permissible gifts, Exclusions & Exceptions to this policy & processes to be followed are laid down in this policy.
- Employees are advised to follow the policy in spirit & exercise reasonable judgement in exercise of this policy.
- All cases of non compliance of this policy must be reported through the whistle blowing mechanism.
- Abuse of this policy will be viewed severely & strict action will be taken for violation /abuse of this policy.

2. Applicability:

All employees of Viacom18 Media Pvt. Ltd. & its subsidiaries.

3. This policy does not apply to:

Viacom18/Viacom18 sponsored events, shows, launches where business associates /guests/ VIP/ celebrities etc are invited.

4. What is a gift?

A "gift" is anything of value & includes cash and non – cash items which are given or received through direct or indirect means.

5. Giving Gifts

You may give and offer gifts only on customary occasions (festivals, birthdays, anniversaries) for the purpose of generally maintaining business courtesy/relationships. The gift must be upto a maximum limit of **Rs.5000 per person**. Ideally Viacom18 branded merchandise should be the preferred choice for giving gifts.

Process to be followed:

- a. All gifts require prior approval of the Business/function head.
- b. If gifts are over the limit specified above- Business/Function head to take approval of Group CEO. A copy of such approval should be sent to the Compliance Team.
- c. The concerned Business/Function head should ensure that the list of receivers of gifts is maintained.
- d. Business/function heads should budget for & utilize only budgeted amounts for the purpose of giving gifts.
- e. Original bills/receipts should be submitted to the Finance Department with the Purchase Requisition Form with details of the nature of gifts, no. Of gifts procured & cost & list of receivers.

6. Receiving Gifts

- a. Receiving of edibles & books is allowed upto reasonable limits.
- b. Accepting Promotional merchandise upto perceived value of Rs. 2000 is allowed. If the value is not ascertainable, you must take the permission of your Business /Function Head.
- c. Accepting passes or invites to events/shows etc is permissible. However if this includes travel/lodging expenses incurred on the employee by the host, the same should be declined.
- d. Other than the above, you must at all times decline any gifts being offered to you and return the gift to the sender with a polite letter.
- e. If the gift cannot be declined, you must surrender the gift to the Central Pool maintained by the Compliance Officer. While surrendering the gift a mail must be sent to the Compliance Officer & an acknowledgement of the same must be obtained.
- f. If any high value items are received in the nature of wines, alcohol, gold, crystal etc. which cannot be declined, they must straightaway go to the Central Pool.
- g. The Compliance Officer will maintain a Register of the Gifts in the Central Pool and provide an update to the Compliance Team on a monthly basis. At the end of every quarter, the Compliance Team will appropriately dispose the gifts available in the Central Pool.
- h. Accepting alcohol in the form of a gift should generally be discouraged.

7. The following are unacceptable:

- a. Giving, offering or receiving a gift when a real or perceived attempt is being made to:
 - Influence an action in favour of the company in exchange of the gift;
 - Gain an unfair competitive advantage by influencing the employee's discretionary powers;
 - Encourage an employee to do anything that is prohibited by the law, regulation or the Company;
- b. Accepting any gifts in the course of negotiations or tender. This includes contract amendments and dilution/waiver of Company rights.

8. Clarifications

For any clarifications/questions please write to the Compliance Officer at compliance@viacom18.com

Business Entertainment Policy

1. Preamble:

- Business entertainment is permitted only for the attainment of business objectives. However the business entertainment should be reasonable & the burden of proof shall lie on employee to explain the attainment of business objectives & ensure the reasonableness of the business entertainment.
- Permissible business entertainment, exclusions & exceptions & to this policy & process to be followed are laid down in this policy.
- Employees are advised to follow the policy in spirit & exercise reasonable judgement in implementation of this policy.
- All cases of non compliance of this must be reported through the whistle blowing mechanism.
- Abuse of this policy will be viewed severely & strict action will be taken for violation/abuse.

2. Applicability:

All employees of Viacom18 Media Pvt Ltd & its subsidiaries.

3. This policy does not apply to:

- Viacom18/Viacom18 sponsored events, shows, launches (including business promotion activities or merchandise distributed) and,
- Activities/events conducted internally for Viacom 18 Media Pvt. Ltd's employees.

4. What is a business entertainment?

- a. Business entertainment includes but is not limited to meals, entertainment, alcohol, invitations to recreational events, hospitality, etc.
- b. However it must be **only for the purpose of business.**

5. Giving business entertainment

- a. Business entertainment should not exceed the per person monetary limit defined below:

Level	Limit per person (Rs.)
Band 4(Assistant Manager & below)	1000/-
Band 3 (Manager to Associate Director)	2000/-
Band 2 (Director to VP)	4000/-
Band 1 (SVP & above)	8000/-

- b. All business entertainment given should be accurately recorded in the books of accounts

Process to be followed:

1. All business entertainment requires approval of the Business/Function head.
2. Original bills/receipts should be submitted to the Finance Department with the Expense claim form with details of the person(s) present, business reason for expense and total costs.
3. If business entertainment is over the limit specified above- Business/Function head to take approval of Group CEO. A copy of the approval to be sent to the Compliance officer.
4. All payments & claims to be made by the senior-most employee in attendance. Even in an exceptional situation, if payment has been made by a junior in the group, the senior-most employee must make the claim.

6. Receiving business entertainment

- a. Business related meals & refreshments such as during business meetings, immediately after or prior to the business meeting is permitted.
- b. Business Entertainment in the form of attending events/shows in relation to business is permitted.
- c. No travel or lodging expenses to be a part of business entertainment. All expenses for travel/stay etc for any permissible business entertainment event should be borne by VIACOM18 MEDIA PVT LTD. & the expense for the same will be incurred from such team's budgets. If the event is in the nature of a trade event /seminar/conference, travel or lodging is permitted to be accepted with prior approval of the Group CEO.
- d. Business entertainment which is, lavish or unreasonable is discouraged under this policy.

7. Unacceptable

To give or receive business entertainment when a real or perceived attempt is being made to encourage an employee to do anything that is prohibited by the law, regulation or the policies of the Company

8. Clarifications

For any clarifications/questions please write to the Compliance Officer at compliance@viacom18.com

- These Policies are effective from **February 15, 2014**. The above policies are based on current business needs. It is in no way directly or indirectly considered as employee entitlement.
- The organization however reserves the right to amend / abolish the policies at any given point of time with or without prior notice / intimation based on business needs and requirements.
- The limits stated in the policies are the upper cut off limits and not an entitlement.