

POLICY ON PRESERVATION OF COMPANY DOCUMENTS

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1. Introduction/Background/ Purpose of the Policy:

Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**SEBI Listing Regulations**) requires every listed company to formulate a Policy on Preservation of Company Documents which shall be approved by the Board of Directors.

Thus, this policy (“**Policy**”) is framed with an objective of classifying records, registers, returns etc. in at least two categories as follows-

- (a) documents whose preservation shall be permanent in nature;
- (b) documents with preservation period of not less than eight years after completion of therelevant transactions:

for the purpose of such **maintenance and preservation** as prescribed.

2. Scope:

The documents of a permanent nature (listed in **Annexure 1**) which shall be maintained and preserved permanently **by the Company** subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions, deletions in the documents shall also be preserved permanently by the Company.

The documents to be maintained and preserved for a specified time period after completion of the relevant transactions (listed in **Annexure 2**) which shall be preserved by the Company for the term not less than eight years after completion of the relevant transactions subject to the modifications, amendments, additions, deletions or any changes made therein from timeto time.

Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years.

Additionally, as a depository, CDSL is required to maintain certain records and documents, such as:

- (a) records of securities dematerialised and rematerialised;
- (b) the names of the transferor, transferee, and the dates of transfer of securities;
- (c) a register and an index of beneficial owners;
- (d) details of the holding of the securities of beneficial owners as at the end of each day;
- (e) records of instructions received from and sent to participants, issuers, issuers' agents and beneficial owners;
- (f) records of approval, notice, entry and cancellation of pledge or hypothecation, as the case may be;
- (g) details of participants;
- (h) details of securities declared to be eligible for dematerialisation in the depository;
and
- (i) such other records as may be specified by the Board of Directors for carrying on the activities as a depository.

3. Definitions:

The definitions of some of the key terms used in this Policy are given below:

“Policy” means this Policy on Preservation of Company Documents.

“SEBI Listing Regulations” means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto.

“Act” means The Companies Act, 2013.

“Board of Directors” shall mean the Board of Directors of the Company, as constituted from time to time.

“Documents” shall mean all papers, records, files, books, tapes, CDs, DVDs, electronic storage devices etc., and the like as required to be maintained under any law or regulation for the time being in force.

“Books of Accounts” as defined in Section 2(13) of the Act.

“Maintenance” means keeping documents, either physically or in Electronic Form.

“Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed.

4. Roles and Responsibilities:

The respective Functional/ Departmental heads of the Company shall be responsible for maintenance and preservation of documents in respect of the areas of functions falling under the charge of each of them, in terms of this Policy.

Where a particular authorized person tenders his/ her resignation or is transferred from one location of the Company to another, such person shall, before such resignation or transfer becoming effective, hand over, to his/ her successor, all the relevant documents (whether in electronic form or otherwise) in his custody pursuant to this Policy together with any relevant passwords, lock and key, and any devices in his/ her possession used to store such documents.

5. Authenticity and Destruction of Documents:

Where a document is being maintained both in physical form and electronic form, the authenticity with reference to the physical form should be considered for every purpose.

The documents specified in **Annexure 2** which are not required to be maintained and preserved permanently, may be destroyed after the expiry of the specified retention period (as set out in **Annexure 2**) in such mode and under the instructions approved by the Functional/ Departmental Heads.

6. Review / Amendments to Policy:

The policy would be reviewed on an annual basis by the Board of Directors. In case, there are any regulatory changes requiring modifications to the Policy, the Policy shall be reviewed and amended with due approval from the Board of Directors. However, the amended regulatory requirements will supersede the existing Policy till the time Policy is suitably amended.

7. Suspension of documents disposal in the event of litigation/claims:

In the event the Company is served with any notice for documents from any of the statutory authorities or any litigation is commenced by or against the Company, then the disposal of documents which are subject matter of such notice or litigation shall be suspended until such time the matter is settled, resolved or disposed off. The relevant authorised person shall be responsible for informing all relevant employees of the Company about suspension of further disposal of documents.

Annexure -1

Documents whose preservation shall be permanent in nature

Sr. No.	Document
1.	Incorporation documents
2.	Memorandum and articles of association
3.	Register of members along with the index
4.	Register of sweat equity shares
5.	Register of directors and key managerial personnel
6.	Register of renewed and duplicate share certificates
7.	Register of employee stock option
8.	Register and index of beneficial owners
9.	Register of shares or other securities that have been bought back
10.	Share certificate forms and related books and documents – disputed cases
11.	Register of charges
12.	Register of loans, guarantees, security and acquisition
13.	Register of investments made by the Company not held in its name
14.	Register of contracts or arrangements in which directors are interested
15.	Foreign register of members
16.	Minutes of proceedings of general meeting and resolutions passed by postal ballot, meeting of Board of Directors, creditors, committees of the Board of Directors and resolutions passed by circulation
17.	Register of transfer and transmission of shares
18.	Statutory Clearances, Annual Returns, Assessment Orders, Loan Documents, Security Documents, Guarantee Documents, Investment Documents, Management Consultancy Agreements, Stock Exchange Listing Permissions etc.

19.	Forms and returns filed with the Registrar of Companies, Ministry of Corporate Affairs, SEBI or any other regulatory authority.
20.	Any court/ NCLT orders
21.	Certificates issued by the Registrar of Companies.
22.	Other statutory registers and documents maintained by the Company under various laws applicable to the Company or as prescribed by the Board of Directors from time to time.

Annexure -2

Documents with preservation period of not less than eight years after completion of relevant transaction

Sr. No.	Document
1.	Books of account including relevant books and papers and financial statements
2.	Disclosures/ notices by a director of his interest
3.	Register of deposits
4.	Instrument creating a charge or modification
5.	Annual return and copies of all certificates and documents required to be annexed thereto
6.	Register of debenture holders
7.	Postal ballot forms
8.	Correspondence with shareholders
9.	Tax records
10.	Disclosures – SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
11.	Disclosures – SEBI (Prohibition of Insider Trading) Regulations, 2015
12.	Protected Disclosures in writing or documented along with the results of investigation relating thereto (including the Investigation Report) as reported under the whistle-blower policy
13.	Other statutory registers and documents maintained by the Company under various laws applicable to the Company or as prescribed by the Board of Directors from time to time.
14.	Records of securities dematerialised and rematerialised
15.	The names of the transferor, transferee, and the dates of transfer of securities
16.	A register and an index of beneficial owners

17.	Details of the holding of the securities of beneficial owners as at the end of each day
18.	Records of instructions received from and sent to participants, issuers, issuers' agents and beneficial owners
19.	Records of approval, notice, entry and cancellation of pledge or hypothecation, as the case may be
20.	Details of participants
21.	Details of securities declared to be eligible for dematerialisation in the depository
22.	Such other records as may be specified by the Board of Directors for carrying on the activities as a depository