

POLICY ON PRESERVATION OF DOCUMENTS

[Pursuant to Regulation 9 of the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015)]

EFFECTIVE DATE AND POLICY ENFORCEMENT

The Policy shall be effective from 1st March, 2016.

INTRODUCTION

This policy is primarily framed based on Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”) and Companies Act, 2013.

This policy is intended to ensure compliance particularly with the Listing Regulations and the applicable provisions of Companies Act, 2013.

SCOPE

Regulation 9 of the Listing Regulations mandates that a listed Company shall have a policy for preservation of documents as approved by its Board of Directors, classifying them 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 the relevant transactions.

Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode. Besides the above, as per applicable provisions of Companies Act, 2013 certain documents are required to be preserved permanently or up to a certain prescribed time.

Accordingly this policy has been framed keeping in view particularly the requirements of Listing Regulations and the provisions of Companies Act, 2013.

CLASSIFICATION OF RECORDS

Based on the requirement and for the purpose of effective management, the period for which the records of the Company shall be maintained have been classified into two categories:

- a) Documents whose preservation shall be permanent in nature;
- b) Documents whose preservation shall be at least for 8 years.

The classification of the documents has been made in the Annexures which forms part of this Policy. While prescribing different time periods for preservation of records, the following aspects have been taken into account:

- a) Compliance with statutory and regulatory requirements.
- b) Requirements of SEBI/RBI/MCA officials to have access to certain records.
- c) Requirements of internal and external auditors to have access to certain records.

The documents or records not covered by this Policy shall be maintained by the Company for the time period specified for their preservation under any statute or regulation, for the time being in force.

LOCATION OF RECORDS

As mandated by the Companies Act, 2013 or under any other statute, certain records shall be located at the registered office of the Company. The records for which no specific place has been specified under any statute may be maintained at the Sites/Corporate office of the Company or at any other place as may be, decided by the officers of the Company considering their utilization and usefulness.

RECORD RETENTION SCHEDULE

The records referred to in “Annexure A” of this Policy shall be maintained permanently. The records referred to in “Annexure B” of this Policy shall be preserved for at least 8 years/ for such years as mentioned in the Annexure. These records may be disposed of after the expiry of the periods of their preservation, after the approval of the Company Secretary /any other Officer of the Company, as authorized by the Board.

The contents referred to in “Annexure C” shall be maintained on the website of the Company as mandated by the Companies Act, 2013, Listing Regulations or under any other statute.

REVIEW OF THE POLICY

This policy shall be subject to review by the Board as may be deemed necessary and in accordance with any regulatory amendments.

ANNEXURE – A

Records to be preserved permanently

Item No.	Records	Place of Preservation
1.	<i>Copies of all documents and information as originally filed under section 7(1) (incorporation) till dissolution under the Companies Act, 2013.</i>	Registered office
2.	<i>Register of Members along with Index</i>	
3.	<i>Register of Renewed and Duplicate Share Certificates.</i>	
4.	<i>Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013.</i>	
5.	<i>Share certificate forms and related books and documents - Disputed cases.</i>	
6.	<i>Register u/s 186 of the Companies Act, 2013 (loan/ guarantee/ security or making an acquisition of securities).</i>	
7.	<i>Register u/s 189 of the Companies Act, 2013 (Register of contracts or arrangements in which directors are interested as per section 184 & 188 of the Act).</i>	
8.	<i>Minutes of all the general, Board & Committee Meetings of the transferor Company as handed over to the transferee company.</i>	
9.	<i>Register of Charges as per Companies Act, 2013.</i>	
10.	<i>Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register.</i>	
11.	<i>Authorization / licenses obtained from any statutory authority.</i>	
12.	<i>Policies of the Company framed under various regulations.</i>	
13.	<i>Investment Agreement and Share Pledge Agreement.</i>	
14.	<i>Certificates obtained from various statutory authorities.</i>	Registered office/ Site office
15.	<i>Such other records as may be required under any law from time to time.</i>	

ANNEXURE – B

Records to be preserved for minimum period of eight years

Item No.	Records	Place of Preservation
1.	<i>Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013.</i>	Registered office
2.	<i>Register of Debenture and Other Security Holder along with Index.</i>	
3.	<i>Annual Returns as per Companies Act, 2013.</i>	
4.	<i>Share certificate related books and documents (other than disputed cases) – Preserved for 30 Years.</i>	
5.	<i>The attendance register of Board & Committee Meetings.</i>	
6.	<i>Office copies of Board Meeting Notices, Agenda, Notes on Agenda and other related papers of the company as well as for transferor Company (as handed over to the transferee company).</i>	
7.	<i>Office copies of general meeting Notices, scrutinizers report and other related papers of the company as well as for transferor Company (as handed over to the transferee company).</i>	
8.	<i>Annual financial statements including (a) Annual accounts (b) Directors report (c) Auditors report</i>	
9.	<i>Income Tax Returns filed under Income Tax Act, 1961.</i>	
10.	<i>All notices for disclosure of concern/ interest received u/s 184 of the Companies Act, 2013.</i>	
11.	<i>Copy of newspaper advertisement or publications.</i>	
12.	<i>Compliance certificate (for compliance of Reg. 7(2)) signed by Compliance officer & Share transfer agent.</i>	
13.	<i>As part of financial results for the half year by way of a note a statement of assets and liabilities as at the end of the half-year.</i>	
14.	<i>Statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter.</i>	
15.	<i>All Documents of Transferor Company not mentioned elsewhere.</i>	
16.	<i>Vouchers / Voucher register and books of accounts as defined under sub-section 13 of section 2 of the Companies Act, 2013.</i>	

17.	<i>Records relating to Court Cases / CBI Cases / Police Cases/ Civil Suits/ Labour Court Cases/ Arbitration Cases.</i>	<i>Registered office/ Site office</i>
18.	<i>Any other register /documents required by any law, for the time being in force.</i>	

ANNEXURE – C

Contents to be maintained in Website

Item No.	Contents
1.	<i>Policies of the Company framed under various regulations.</i>
2.	<i>Notice on closure of register of members or debenture holders or other security holders.</i>
3.	<i>Notice of the general meeting of the Company.</i>
4.	<i>Financial statements including consolidated financial statements, if any, and all other documents required to be attached thereto.</i>
5.	<i>Separate audited accounts in respect of each of its subsidiary.</i>
6.	<i>Terms and conditions of appointment of independent directors.</i>
7.	<i>Notice of candidature of a person for Directorship.</i>
8.	<i>Notice of resignation of Director.</i>
9.	<i>Details of establishment of Vigil mechanism.</i>
10.	<i>All notices and other documents relating to compromise or arrangement with creditors and members.</i>
11.	<i>Resolutions requiring Special Notice given by members.</i>
12.	<i>Details of its Business</i>
13.	<i>Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances.</i>
14.	<i>Email address for grievance redressal and other relevant details.</i>
15.	<i>Name of the debenture trustees with full contact details.</i>
16.	<i>The information, report, notices, call letters, circulars, proceedings, etc concerning non-convertible debt securities.</i>
17.	<i>All information and reports including compliance reports filed by the listed entity.</i>
18.	<i>Information with respect to the following events:</i> <i>(i) default by issuer to pay interest on or redemption amount;</i> <i>(ii) failure to create a charge on the assets;</i> <i>(iii) revision of rating assigned to the non-convertible debt securities.</i>