



# Policy for Preservation of Documents

## 1. Introduction

The Board of Directors (the “Board”) of DIC India Limited (the “Company” or “DIC”), in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (“Regulations”), has approved the “Policy for Preservation of Documents” (“Policy”) of the Company.

The Policy will be applicable to the Company with effect from 1<sup>st</sup> December 2015.

This policy can be modified/amended/altere d by the Board of Directors of the Company except in case of any statutory modification/amendment/alteration of the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, which shall be deemed to be implemented in the Policy immediately on such notification for modification/amendment/alteration etc. coming into effect.

## 2. Purpose

The purpose of this Policy is to lay down the procedure, mode and tenure for preservation of documents, files, books of accounts, financial statements, records and registers carrying information of the Company and any other article(s) belonging to the Company in terms of the requirements of the Regulation no. 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

## 3. Scope

This policy applies to all the papers, documents, deeds, instruments, registers, etc., whether in physical for or in electronic form, prepared and/or received by the Company under the requirements of and in compliance with the provisions of the Companies Act, 2013, rules and regulations made thereunder, Rules and Regulations framed by Securities & Board of India and such other laws, rules, regulations and guidelines, etc. as may be applicable to the Company from time to time.

## 4. Definitions

- a. “Book and paper” and “book or paper” shall have meaning as defined under Section 2(12) of the Companies Act, 2013 and Rules prescribed thereunder.
- b. “Books of account” shall have meaning as defined under Section 2(13) of the Companies Act, 2013 and Rules prescribed thereunder.

- c. “Document” shall have meaning as defined under Section 2(36) of the Companies Act, 2013 and Rules prescribed thereunder.
- d. “Financial Statement” shall have meaning as defined under Section 2(40) of the Companies Act, 2013 and Rules prescribed thereunder.
- e. “Register of Companies” shall have meaning as defined under Section 2(74) of the Companies Act, 2013 and Rules prescribed thereunder.

Words and expressions used and not defined in this Policy but defined in the Securities Contracts (Regulation) Act, 1956 or the Securities and Exchange Board of India Act, 1992 or the Depositories Act, 1996 or the Information Technology Act, 2000 shall have the meanings respectively assigned to them in those Acts.

Document hereinafter referred to in the Policy would include Book and papers, Books of accounts and Financial Statements etc.

## **5. Common Standards for Preservation of Documents**

To preserve the Documents effectively, every employee of the Company, involved with creation/management of any Document must share a common responsibility for their security and protection. Furthermore, these common preservation standards also need to be understood and applied by every person who intends to access the Archives. To achieve this, the Documents must always be:

- 5.1. Placed, handled, consulted and/or displayed in a way which minimizes the risk of damage and takes due account of their size, shape and physical condition.
- 5.2. Placed, handled, consulted and/or displayed in a safe and secure location.
- 5.3. Moved with due care between locations.
- 5.4. Proper account must be kept, at all times, of the precise location of all records, including those temporarily withdrawn or undergoing administration – referencing, cataloguing etc. Withdrawn or issued records must be returned to their permanent place of storage immediately after any examination, treatment or consultation is completed.
- 5.5. Concerned employee must be alerted, and action taken, where serious damage or loss has occurred, or is likely to occur. This includes physical misuse, maltreatment, or theft of records.

## **6. Period of preservation of Documents**

The period of preservation of the documents by the Company pursuant to this Policy shall be as follows –

a) Where there is a period for which a Document is required to be preserved as per Applicable Law, for the period required by Applicable Law.

b) In case of any other Document, for such period, as a competent officer of the Company required to handle or deal with the Document takes a considered view about its relevance;

Provided that generally speaking, a Document may be preserved for a period of 8 years from the date on which the Document was originated.

Notwithstanding anything contained in this Policy, the Board of Directors of the Company may direct any Company to preserve any of the documents beyond the period specified therein for retention and preservation of document.

An indicative list of the Documents and the timeframe of their preservation is provided in **Annexure I**

## **7. Storage of Records and Documents**

Maintaining an optimum storage facility is a core function of preservation of Documents. This practice, in particular, should be recognized as the primary means of guaranteeing the physical security and long-term survival of records. The Company shall comply with the following basic directives in regard to the storage and retention of records:

- 7.1 Sufficient space must be made available for the permanent and safe storage of the Company's Archives.
- 7.2 All permanent and temporary storage areas must be safe and secure to minimize the risk of theft or malicious damage e.g. access to stores should be carefully controlled; access points should be fitted with barriers and adequate locking systems; storage area should be patrolled at regular intervals;
- 7.3 All permanent and temporary storage areas must be structurally sound and sufficiently strong to withstand adverse weather conditions.

## **8. Preservation of documents in electronic form**

Whenever any document or record is required to be maintained by the Company in electronic form as per the requirements of any law or rules or regulations etc. or where it is decided by the Board to preserve any document or record in electronic form, the company shall make necessary arrangements for preservation of such documents and records in electronic form. The Company will comply with the following basic requirements for preserving documents in electronic form –

- 8.1 The information in the electronic record of the document shall be capable of being displayed in a legible form.

- 8.2 The documents or records maintained in electronic form shall be secured by means of user ids and passwords or such other security features as may be decided by the Management.
- 8.3 There shall be a proper system for storage, retrieval, display or printout of electronic records by the Company and such records may be disposed of as per laws, rules and regulations applicable to its preservation or in its absence, as per this Policy.
- 8.4 The back-up of the documents and records and other papers of the company maintained in electronic form, including at a place outside India, if any, shall be kept in servers physically located in India on a periodic basis.

## **9. Archiving on the Website of the Company**

Every information, record or document that is uploaded or archived on the website of the Company as per the applicable provisions of various laws, rules, regulations etc. shall be maintained on the website of the Company for a continuous period of not less than 5 years and on completion of 5 years, the said information or record or document be updated or removed from the website of the Company. Every document which is removed from the website of the Company shall however be preserved by the Company as per this Policy.

## **10. Destruction/Disposal of Documents and Records**

Upon the completion of period of preservation of any record or document, a list needs to be prepared for its destruction/disposal and the same be placed before the concerned Head of the Department (HOD) to which the record or document belongs for approval for destruction/disposal of such record or document giving reasons why the same would no longer be required. These approved lists will then be placed before the meeting of the Board of Directors along with the reasons, for final approval for its destruction/disposal.

## **11. Register of Documents destroyed/disposed**

A record be kept of every record or document destroyed by the Company in a Register of Documents destroyed carrying details such as name of the record/document, date of creation, preservation period, Name of the HOD approving its destruction/disposal with date and reason, date of board meeting approving its destruction/disposal.



**Annexure – I**  
 **Indicative list –**

PERMANENT PRESERVATION	TEMPORARY PRESERVATION
Companies Act, 2013	
<ul style="list-style-type: none"> <li>- The Memorandum and Articles of the Company</li> <li>- Affidavit from the subscribers to the memorandum and from persons named as the first directors</li> <li>- Register of members</li> <li>- Books and Documents relating to the issue of share certificates, including the blank forms of share certificates</li> <li>- Minutes book of general meeting</li> <li>- Minutes book of Board meeting</li> </ul>	<ul style="list-style-type: none"> <li>- Books of Accounts including various vouchers, journals, Financial Statement etc.</li> <li>- Register of debenture holders or any other security holders (8 years from the date of redemption of debentures or securities)</li> <li>- Copies of all annual returns prepared under Section 92 of the Companies Act, 2013 and copies of all certificates and Documents required to be annexed thereto (8 years from date of filing with the Registrar)</li> <li>- Various Disclosures made to Stock Exchanges and SEBI under Regulations, Rules and Guidelines issued by SEBI or under SEBI Act.</li> <li>- Office copies of Postal Ballot Notices, scrutiniser’s report, and related papers (as long as they remain current or for 8 financial years), whichever is later</li> </ul>