

Vakrangee Limited
Policy on Preservation of the Documents
Regulation 9 of the Securities Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations")

1. Scope

A policy on preservation of Documents (defined below) would ensure safe-keeping of the records and safeguard the Documents from getting manhandled, while at the same time avoiding superfluous inventory of Documents. The Company, therefore, formulates this policy, in pursuance to Regulation 9 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations"), on preservation of the Documents to aid the employees in handling the Documents efficiently. It not only covers the various aspects on preservation of the Documents, but also the safe disposal/destruction of the Documents.

2. EFFECTIVE DATE AND POLICY ENFORCEMENT

The Policy shall be effective from 1st day of December, 2015.

2. Definitions –

- 2.1 **"Act"** means the Companies Act, 2013.
- 2.2 **"Applicable Law"** means any law, rules, circulars, guidelines or standards issued by Securities Exchange Board of India, Ministry of Corporate Affairs and The Institute of Company Secretaries of India under which the preservation of the Documents has been prescribed.
- 2.3 **"Authorised Person"** means any person duly authorised by the Board.
- 2.4 **"Board"** means the Board of directors of the Company or its Committee.
- 2.5 **"Company"** means VAKRANGEE LIMITED.
- 2.6 **"Current Document(s)"** means any Document, that still has an ongoing relevance with reference to any ongoing litigation, proceedings, complaint, dispute, contract or any like matter.
- 2.7 **"Document(s)"** refers to papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record, required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form and does not include multiple or identical copies.

- 2.8 **“Electronic Record(s)”** means the electronic record as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.
- 2.9 **“Electronic Form”** means any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.
- 2.10 **“Maintenance”** means keeping Documents, either physically or in Electronic Form.
- 2.11 **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
- 2.12 **“Regulations”** means the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

The words and phrases used in this Policy and not defined here shall derive their meaning from the Applicable Law.

3. Coverage

This Policy is intended to guide the Company and its officers on maintenance of any Documents, their preservation and disposal.

4. Classification

This policy sets the standards for managing, storing and preservation of documents of the Company broadly classified in the following two categories:

- A. The documents of a permanent nature (**listed in Annexure - I**) 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.

- B. The documents to be maintained and preserved for a specified time period after completion of the relevant transactions (**listed in Annexure-II**) 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 time to 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.

Provided further that the Company may keep the documents as specified above in an electronic mode.

Hosting on Website of the Company:

The Company shall disclose on its website all such events or information which has been disclosed to the

concerned Stock Exchanges and such disclosures shall be hosted on the website of the company for a minimum period of 5 years and thereafter as per the archival policy of the company.

5. Modes of preservation

5.1 The Documents may be preserved in

5.1.1 Physical form or

5.1.2 Electronic Form.

5.2 The officer of the Company required to preserve the Document shall be Authorised Person who is generally expected to observe the compliance of requirements of Applicable Law

5.3 The preservation of Documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.

5.4 The preserved Documents must be accessible at all reasonable times. Access may be controlled by Authorized Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

6. Custody of the Documents

6.1 Subject to the Applicable Law, the custody of the Documents shall be with the Authorised Person. Where the Authorised Person tenders resignation or is transferred from one location of the Company to another, such Person shall hand over all the relevant Documents, lock and key, access control or password, or Company Disc, other storage devices or such other Documents and devices in his possession under the Policy. The Board may authorise such other person as it may deem fit as the Authorised Person.

7. Authority to Board

The Board shall have the authority for approval of this policy in pursuance to the Regulations. This authority has been granted *via* the Regulations.

8. Authority to make alterations to the Policy

The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the Acts and Regulations.

9. Destruction of Documents

9.1 Destruction as a normal administrative practice usually occurs because the records are duplicated, unimportant or for short-term use only. This applies to both Physical and Electronic Documents.

9.2 The temporary Documents, excluding the Current Document(s) shall be destroyed after the relevant or

prescribed period, by the Authorised Person in whose custody the Documents are stored, after the prior approval of the Board or any other authority as required under the Applicable Law pursuant to which the Documents have been preserved. The categories of Documents may be destroyed as normal administrative practice are listed in **Annexure - III**

9.3 A register of the Documents disposed/destroyed shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction.

9.4 The entries in the register shall be authenticated by the Authorised Person.

The format of the register shall be in accordance with Annexure-IV.

10. Conversion of the form in which the Documents are preserved

10.1 The physical Documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.

10.2 This will be done after obtaining prior approval of the Board.

11. Authenticity

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

12. Interpretation

In any circumstance where the terms of this policy differ from any existing or newly enacted law, rule, Regulation or standard governing the Company, the law, rule, Regulation or standard will take precedence over these policies and procedures until such time as this policy is changed to conform to the law, rule, Regulation or standard.

ANNEXURE I

Records to be preserved permanently

| Item No. | Records |
|-----------------|--|
| 1. | Certificate of incorporation |
| 2. | Certificate for commencement of business |
| 3. | Memorandum and Articles of Association |
| 4. | Agreements made by the Company with Stock Exchanges, Depositories, etc. |
| 5. | Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013 |
| 6. | Register and Index of Members, debenture-holders, if any or other security holders, if any |
| 7. | Register of Contracts as per Companies Act, 2013 |
| 8. | Register of Charges as per Companies Act, 2013 |

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|-----|---|
| 9. | Register of Investments as per Companies Act, 2013 |
| 10. | Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register |
| 11. | Authorization / licenses obtained from any statutory authority |
| 12. | Policies of the Company framed under various regulations |
| 13. | Register of disposal of records |
| 14. | Certificates obtained from various statutory authorities |
| 15. | Such other records as may be required under any law from time to time |

ANNEXURE II

Records to be preserved for minimum period of eight years

| Item No. | Records |
|----------|---|
| 1. | Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013 |
| 2. | Register of Inter Corporate Loans and Investments as per the Companies Act, 2013 |
| 3. | Annual Returns as per Companies Act, 2013 |
| 4. | Register of Deposits as per Companies Act, 2013 |
| 5. | Register of Allotment (from the date of each allotment) as per Companies Act, 2013 |
| 6. | Annual financial statements including: - Annual accounts - Directors report - Auditors report |
| 7. | Vouchers / Voucher register and books of accounts as defined under sub-section 13 of section 2 of the Companies Act, 2013 |
| 8. | Income Tax Returns filed under Income Tax Act, 1961 |
| 9. | All notices in form MBP – 1 received from Directors and KMPs alongwith any amendment thereto |
| 10. | Return of declaration in respect of beneficial interest in any share as per Companies Act, 2013 |
| 11. | Copy of newspaper advertisement or publications |
| 12. | Records relating to Court Cases / CBI Cases / Police Cases/ Civil Suits/ Labour Court Cases/ Arbitration Cases. |
| 13. | Compliance Reports received from any statutory authority |
| 14. | Correspondences made with any statutory authority |
| 15. | Register of Power of attorneys, if any |
| 16. | Forms and returns filed with RBI/MCA or with any other statutory authority |

Annexure- III

The following categories of Documents may be destroyed as normal administrative practice:

1. catalogues;
2. copies of press cuttings, press statements or publicity material; letters of appreciation or sympathy, or anonymous letters;
3. requests for copies of maps, plans, charts, advertising material (subject to Clause 9 and 10 of this Policy);
4. facsimiles where a photocopy has been made; telephone message;
5. drafts of reports, correspondence, speeches, notes, spread sheets, etc. (subject to Clause 9 and 10 of this Policy); and
6. routine statistical and progress reports compiled and duplicated in other reports(subject to Clause 9 and 10 of this Policy)

Annexure- IV

The format of the register of Documents disposed/destroyed –

| PARTICULARS OF DOCUMENT PROVISION OF LAW | OF ALONGWITH APPLICABLE | DATE AND MODE OF DESTRUCTION | OF THE INITIALS OF AUTHORIZED PERSON |
|--|-------------------------|------------------------------|--------------------------------------|
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