

THE BARODA RAYON CORPORATION LIMITED

POLICY FOR PRESERVATION OF DOCUMENTS

1. PREFACE:

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“ Listing Regulations”] requires every listed company to have a policy on Preservation of Documents / records maintained by the Company either in Physical Mode or Electronic Mode.

2. SCOPE:

This policy shall govern the maintenance and preservation of documents as per applicable statutory and regulatory requirements.

3. OBJECTIVES OF THE POLICY:

The main objective of this policy is to ensure that all the statutory documents are preserved in compliance with the Regulations and as per Policy framed in compliance with the Regulations and to ensure that the records no longer needed or are of no value are discarded after following the due process for discarding the same.

The major objectives of the policy are:

- ❖ Identification of statutory registers and other records of the Company which are required to be preserved.
- ❖ Identification and categorization of the statutory registers and other records to be maintained either for eight years or permanently.
- ❖ Decide whether the statutory records and documents are to be preserved in physical form or in electronic form.
- ❖ After completion of 8 years, for the statutory documents which are to be preserved for 8 years only may be disposed of as per the guidelines of the Policy or as decided by the Board of Directors at that time.
- ❖ Aiding employees of the Company in understanding their obligations in retaining and preserving the documents and records.

4. DEFINITIONS:

- (a) “**Act**” means the Companies Act, 2013, Rules framed there under and any amendments thereto;
- (b) “**Regulations**” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto;
- (c) “**Company**”, “**This Company**”, “**The Company**”, “**Company**” wherever occur in the policy shall mean “The Baroda Rayon Corporation Limited”.
- (d) “**Current**” means running matter or whatever is at present in course of passage.
- (e) “**Board of Director**” or “**Board**”, means the collective body of the Directors of the company;

- (f) **“Policy”** or **“This Policy”** means, “Policy on Preservation of Documents.”
- (g) **“Maintenance”** means keeping Documents, either physically or in Electronic Form.
- (h) **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
- (i) **“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.

5. GUIDELINES:

Regulation 9 of the Listing Regulations mandates that a listed entity shall have a policy for preservation of documents, 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 a 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.

Accordingly, the company has classified the preservation of documents to be done in the following manner:

- a) documents that needs to be preserved and retained permanently;
- b) documents that needs to be preserved and retained for a period of 8 years as specified under the Companies Act, 2013 or SEBI (LODR) Regulations;
- c) documents that need to be preserved and retained for such period as prescribed under any statute or regulation as applicable to the Company.
- d) where there is no such requirement as per applicable law, then for such period as the document pertains to a matter which is “Current”.

An indicative list of the Documents and the time-frame of their preservation is provided in **Annexure- I**

6. MODE OF PRESERVATION:

The Documents may be preserved in

- a) Physical form; or
- b) Electronic Form.

The official of the Company required to preserve the document shall be Authorized Person who is generally expected to observe the compliance of statutory requirements as per applicable law.

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.

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

7. DESTRUCTION OF DOCUMENTS:

The documents of the Company which are no longer required as per the time schedule prescribed in the **Annexure I** may be destroyed. The concerned officer may direct employees in charge from time to time to destroy the documents which are no longer required as per Schedule given under **Annexure I**. The details of the documents destroyed by the Company shall be recorded in the Register for Disposal of Records to be kept by Employees who are disposing of the documents in the format prescribed at **Annexure II**. The entries in the register shall be authenticated by the Authorized Person.

AMENDMENTS TO THE POLICY :

The Board can amend this Policy, as and when deemed fit. Any or all provisions of this Policy would be subject to revision/ amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

ANNEXURE – I

A) PERMANENT PRESERVATION:

Sr. 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
7	Register of Contracts as per Companies Act, 2013
8	Register of Charges as per Companies Act, 2013
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
16	Register of Inter Corporate Loans and Investments as per section 186 of the Companies Act, 2013.

B) TEMPORARY PRESERVATION UPTO 8 YEARS:

Sr. 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, if any
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 along with 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

C) OTHERS:

As per applicable law.

ANNEXURE – II

SPECIMEN FORMAT OF THE REGISTER FOR DESTRUCTION OF DOCUMENTS

SR. NO.	PARTICULARS OF DOCUMENT ALONGWITH PROVISION OF LAW	DATE AND MODE OF DESTRUCTION	INITIAL SIGNATURE OF THE AUTHORIZED PERSON