

Policy on Preservation of Documents and Archival



SANSERA ENGINEERING LIMITED

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1. INTRODUCTION

This Policy has been framed and approved by the Board of Directors of the Sansera Engineering Limited. (the “**Company**”) as per the requirement of Regulation 9 and Regulation 30(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**LODR**” or “**Listing Regulations**” or “**Regulations**”)

The Board of Directors of the Company (“**Board**”) has approved and adopted this Policy and are amended as and when required to comply with the provisions of Companies Act and SEBI Regulations.

2. DEFINITIONS

“**Applicable Law**” means the Listing Regulations and other laws and statutes applicable to the Company, mandating preservation of documents.

“**Board of Directors**” or “**Board**”

The Board of Directors of Sansera Engineering Limited, as constituted from time to time as per the relevant laws and rules and regulations.

“**Documents**”

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.

“**Electronic Record(s)**”

means the electronic record as defined under clause (t) of subsection (1) of section 2 of the Information Technology Act, 2000.

“**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 its access .

“**Listing Regulations**”

Listing Regulations shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”).

Unless the context otherwise requires, words and expressions used in this Policy and not defined herein shall derive their meaning from the Applicable Law there under as amended from time to time shall have the meaning respectively assigned to them therein.

3. OBJECTIVES

To determine preservation period for records/documents based on their reference value and legal requirements. The documents of the Company are broadly classified in the following two categories:

- a) Documents which are preserved permanently
- b) Documents which are preserved for a period not less than eight (8) years after completion of the relevant transactions

Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode.

Regulation 30(1) of the Listing Regulations requires every listed entity to make disclosures of any events or information which, in the opinion of the board of directors of the listed company, is material.

Further Regulation 30 (8) of the Listing Regulations also refers to an archival policy as per which all events or information which has been disclosed to stock exchange(s) under regulation 30 shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the company, as disclosed on its website.

Further, as per applicable provisions of Companies Act, 2013 (“Act”) certain documents must 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

4. RESPONSIBILITY

The Head of the concerned department will be responsible for the maintenance, preservation and destruction of records pertaining to the respective Department.

5. PRESERVATION OF DOCUMENTS

The Company shall preserve all its documents as per the requirements and provisions of the Companies Act, 2013 and the rules made thereunder, the Secretarial Standards, the Listing Regulations and any other law, rules, regulations as may be applicable to the Company from time to time.

Following are the categories for the period of preserving documents:

a. Documents which are to be maintained permanently:

Sl.No	Document	Reference of Provision, if any
1.	All documents including various e-Forms and Information as originally filed under section 7(1) of the Act to be preserved permanently till dissolution of the Company.	Sec 7(4) of the Act
2.	Original signed and stamped Memorandum and Articles of Association of the Company	Sec 7(4) of the Act

3.	Register of Renewed and Duplicate Share Certificates	Rule 6(3) of Companies (Share Capital and Debenture) Rules, 2014
4.	Share certificate forms and related books and documents	Rule 7(3) of the Companies (Share Capital and Debenture) Rules, 2014
5.	Register of Charges	Rule 10(4) of the Companies (Registration of Charge) Rules, 2014
6.	Register of Members along with the index and Foreign Register of Members	Rule 15(1) and Rule 15 (4) of the Companies (Management and Administration) Rules, 2014
7.	Minutes of proceedings of general meeting and resolutions passed by postal ballot, meeting of Board of Directors, committees of the Board, creditors, and resolutions passed by circulation.	Rule 25(1) (e) and (f) of the Companies (Management and Administration) Rules, 2014 and Secretarial Standards 1& 2 – clause 8.1& 18.1
8.	Register of loan/ guarantee/ security or making an acquisition of securities	Section 186 of the Act Rule 12(3) of the Companies (Meetings of Board and its Powers) Rules, 2014
9.	Register of investment held in the name of any other person.	Section 187 of the Act Rule 14(3) of the Companies (Meetings of Board and its Powers) Rules, 2014
10	Register of Directors & Key Managerial Personnel	Section 170 of the Act
11	Register of contracts or arrangements in which directors are interested as per section 184 & 188 of the Act.	Section 189 of the Act Rule 16(3) of the Companies (Meetings of Board and its Powers) Rules, 2014
12	Minutes of all the general, Board & Committee Meetings of the transferor Company as handed over to the transferee company	8.1 & 18.1 (Secretarial Standards 1 & 2

b. Documents with preservation period of not less than eight years after completion of the relevant transactions

Sl.No	Document	Reference of Provision	Period
1.	Contract of employment with managing or whole-time director(s)	Section 190 of the Companies Act, 2013	Not less than 8 years from the date on which the contract is executed or any amendment thereof
2.	Books of accounts	Section 128 (5) of the Companies Act, 2013	8 financial years or until the assessment/appeal if any under Income Tax Act, 1961 /VAT Act has been completed.

3.	Register of deposits	Rule 14(3) of The Companies (Acceptance of Deposits) Rules, 2014	Not less than 8 years from the financial year in which the latest entry is made in the register
4.	Register of debenture holders or any other security holders along with the index	Rule 15 (2) of the Companies (Management and Administration) Rules, 2014	8 years from the date of redemption of debentures or securities
5.	Copies of all annual returns prepared under section 92 of the Act and copies of all certificates and documents required to be annexed thereto	Rule 15 (3) of the Companies (Management and Administration) Rules, 2014	8 years from the date of filing with the registrar of companies.
6.	Foreign register of debenture holders or any other security holders	Rule 15 (4) &(5) of the Companies (Management and Administration) Rules, 2014	8 years from the date of redemption of such debentures or securities.
7.	All notices for disclosure of concern/ interest received u/s 184 of the Act.	Rule 9(3) of the Companies (Meetings of Board and its Powers) Rules, 2014	8 years from the end of the financial year to which it relates
8.	The attendance register of Board & committee meetings	4.1.7 of Secretarial Standards -1	8 financial years
9.	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)	8.2 of Secretarial Standards-1	As long as they remain current or for 8 financial years whichever is later
10	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).	18.2 (Secretarial Standards-2)	As long as they remain current or for 8 financial years whichever is later
11	Share certificate related books and documents	Rule 7 (3) of the Companies (Share Capital and Debenture) Rules, 2014	30 years
12	Share certificates surrendered to Company	Rule 7 (3) of the Companies (Share	5 years from the date on which they were surrendered

	immediately be defaced by stamping or printing the word "cancelled" in bold letter)	Capital and Debenture) Rules, 2014	
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Documents of special nature:

Notwithstanding the general guidelines, care shall be taken by the respective departments of the Company to ensure that records of special nature such as unsatisfied claims by or against the Company, suits pending in courts, tribunals, quasi-judicial etc. are preserved in accordance to specific needs and beyond the prescribed period.

Documents issued by Regulatory Authorities:

Further, in the case of statutory records such as licenses, certificates, sanctions, approvals, etc. from government/ statutory bodies, care shall be taken to maintain and preserve such records in accordance with specific guidelines/instructions, if any, issued by the relevant authority issuing such documents.

Location for preservation of documents/ records:

Documents/ records shall be preserved and maintained with concerned department of the Company. In the event, the location is other than that of the concerned department, the same shall be documented and filed for reference purposes for the respective department of the Company. In case of critical documents of the Company that are to be preserved on a permanent basis, shall be preserved in a fire proof or other such secure cabinets with the concerned department of the Company.

6. ARCHIVAL OF DOCUMENTS

Documents maintained in physical form:

- 1.All information and/or documents pertaining to current financial year and for one preceding financial year shall be kept handy and maintained in such a manner that their retrieval is easy and quick.
- 2.All documents pertaining to the period prior to one preceding financial year, shall be kept in good condition at least up to the minimum period specified for their maintenance / preservation as stipulated under the Act and the Listing Regulations. The said records be also maintained in such a manner that their retrieval is easy and quick.

Documents maintained in electronic form:

- 1.All documents pertaining to current Financial year and for one preceding financial year shall be maintained on server and Backup be maintained at least every week on scheduled time and day. The documents shall be maintained in such a manner that their retrieval is easy and quick.
- 2.Back up of all documents pertaining to the period prior to one preceding financial year shall also be maintained on server, in good condition at least up to the minimum period specified for their

maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

7. MODE OF PRESERVATION

Records/documents shall be preserved either in physical or electronic form. The applicable provisions of law, rules and regulations with regard to electronic maintenance of records shall be adhered to.

All the records shall be maintained as per the prescribed formats, if any, as amended from time to time under the various rules and regulations.

8. DISPOSAL AND DESTRUCTION OF RECORDS

After the expiry of the statutory retention period, the preserved documents may be destroyed.

Destruction of documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/irrelevant.

This applies to both physical and electronic documents. The documents may be destroyed as follows:

- a) Recycle non- confidential paper records;
- b) Shared or otherwise render unreadable confidential paper records; or
- c) Delete or destroy electronically stored data.

For documents that are maintained in archives, after the expiry of 3 years from the time the information and/or document is transferred and is lying as backup on the server, all back up information and/or documents may be permanently removed from the server, unless otherwise required to be maintained/ preserved by applicable laws.

The person responsible to maintain the said records shall arrange to remove the said records of the Company after obtaining the approval of the Board of Directors.

9. POLICY REVIEW

This policy shall be subject to review and changes as may be deemed necessary by the Board of Directors of the Company. Any changes to the policy shall be made with the prior approval of the Board of Directors of the Company and in compliance with any regulatory and statutory requirements from time to time.

This Policy shall be posted on the website of the Company i.e., www.sansera.in