



KESORAM INDUSTRIES LIMITED

POLICY ON PRESERVATION OF DOCUMENTS

1. Introduction

This Policy is in pursuance to Regulation 9 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), on preservation of documents. The Policy covers various aspects of preservation of documents. The Policy aims to also assist the Company in effecting safe disposal/destruction of documents and keeping a record of such documents disposed of/destroyed.

2. Purpose

Regulation 9 of the Listing Regulations mandates that a listed entity shall formulate a Policy on preservation of documents whether in electronic mode or otherwise, 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 whose preservation period is not less than eight years after completion of a relevant transaction.

3. Objective

This Policy contains guidelines for identifying documents as defined in Section 2(36) of the Companies Act, 2013 that need to be maintained, the period of their preservation and their destruction / disposal. This Policy aims to provide efficient and systematic control on the periodicity and destruction of documents.

4. Definitions

4.1 **“Act”** means the Companies Act, 2013, Rules framed thereunder and any amendments thereto.

4.2 **“Applicable Law”** means any law, rules, circulars, guidelines or standards under which the preservation of the documents has been prescribed.

4.3 **“Authorised Person”** means any person duly authorised by the Company.

4.4 **“Board”** means the Board of directors of the Company or a Committee of the Board.

4.5 **“Books of Account”** corresponds to the definition of Section 2(13) of the Companies Act 2013.

4.6 “**Company**” means **Kesoram Industries Limited**.

4.7 “**Current Document(s)**” means any document that in the opinion of the Company has an ongoing relevance with reference to any matter concerning the Company.

4.8. “**Document**” corresponds to the definition of “**Document**” as per section 2(36) of the Companies Act 2013;

4.9 “**Electronic Record(s)**” corresponds to the definition of “**Electronic record**” as given in section 2(1) (t) of the Information Technology Act, 2000.

4.10 “**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 provided the same is in possession or control of the Company.

4.11 “**Key Managerial Personnel**” or “**KMP**” corresponds to the definition given in the Companies Act, 2013.

4.12 “**Maintenance**” means keeping Documents, either physically or in Electronic Form.

4.13 “**Preservation**” means to keep in good order so as to prevent from damage or destruction.

4.14. “**Register**” means documents and records required to be maintained by the Company under:

- a. The Companies Act 2013 and Rules thereunder;
- b. Securities and Exchange Board of India Act, 1992 and Regulations framed thereunder;
- c. Secretarial Standards notified by the Institute of Company Secretaries of India

4.15. “**Records**” means documentary evidence of past events or transactions.

4.16 “**Regulations**” means the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

Words and phrases used in this Policy and not specifically defined above shall derive their meaning from applicable law.

5. Mode of Preservation

Records/documents may be preserved either physically or in electronic form.

6. Periodicity of preservation of documents

1) documents whose preservation shall be permanent in nature

- **Annexure 1** of this Policy contain details of documents whose **preservation shall be permanent** in nature.

2) documents whose preservation period is not less than eight years after completion of a relevant transaction.

- **Annexure 2** of this Policy contain details of documents with **preservation period of not less than eight years** after completion of a relevant transaction.

7. Custody of Documents

Subject to applicable law, custody of the Documents shall be with an Authorised Person, Where the Authorised Person tenders his/her resignation or is transferred from one location of the Company to another, such person shall hand over all relevant documents, lock and key, access control or password, or disc, other storage devices or such other documents and devices in his possession and such authorised person taking possession of documents needs to change the password.

8. Responsibility

The Company Secretary of the Company shall be responsible for monitoring the implementation of this Policy.

9. Preservation Location

The preservation location will be the concerned department. If the location is other than the concerned department, the same should be documented and kept in a file for reference purposes in the respective department.

10. Destruction of documents

All information generated in the course of the Company's business activities that is not required to be retained must be safely destroyed or discarded as soon as practicable, but in any event within 180 days of the completion of the project/assignment/contract. The details of the documents destroyed by the Company shall be recorded in a Register for Disposal of Records by Employees who are disposing of documents in the format prescribed at Annexure 3.

11. Policy Enforcement

Failure to comply with this Policy may result in punitive action against the concerned employee. Questions regarding enforcement of the Policy should be referred to the Company Secretary of the Company.

12. Review and Amendment

In the event of any conflict between the provisions of this Policy and of the Act or Listing Agreement or any other statutory enactments, rules, the provisions of such Act or Listing Agreement or statutory enactments, rules shall prevail over this Policy. Any subsequent amendment / modification in the Listing Agreement, Act and/or applicable laws in this regard shall automatically apply to this Policy.

Annexure 1: Documents whose preservation shall be permanent in nature (indicative list)

SI No.	Document	Place of Preservation	Reference of provision	Period
1	Register of Renewed and Duplicate Share Certificates	Registered office of the company or at such other place where the Register of Members is kept	Rule 6 (3) of Companies (Share Capital and Debenture) Rules, 2014	Permanent
2	Copies of all documents and information as originally filed under section 7(1) (incorporation) till dissolution under the Companies Act, 2013	Registered office	Sec 7(4) of the Companies Act, 2013	Permanent, till dissolution of the company
3	Share certificate forms and related books and documents – Disputed cases	Registered office	Rule 7 (3) of the Companies (Share Capital and Debenture) Rules, 2014	Permanent
4	Register of Charges	Registered office	Rule 10(4) of the Companies (Registration of Charge) Rules, 2014	Permanent
5	Register u/s 186 of the Companies Act, 2013 (loan/ guarantee/ security or making an acquisition of securities)	Registered office	Rule 12(3) of the Companies (Meetings of Board and its Powers) Rules, 2014	Permanent
6	Register u/s 187 of the Companies Act, 2013 (investment held in the name of any other person)	Registered office	Rule 14(3) of the Companies (Meetings of Board and its Powers) Rules, 2014	Permanent
7	Register of Members along with the index	Registered office	Rule 15(1) of the Companies (Management and Administration) Rules, 2014	Permanent
8	Minutes of proceedings of general meeting and resolutions passed by postal ballot, meeting of Board of Directors, creditors,	Registered Office or at such other place as may be approved by the Board.	Rule 25(1)(d) & (e) of the Companies (Management and Administration)	Permanent

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	committees of the Board and resolutions passed by Circulation.		Rules, 2014 and Secretarial Standards 1 & 2 – clause 8.1 & 18.1	
9	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)	Registered office	Rule 16(3) of the Companies (Meetings of Board and its Powers) Rules, 2014	Permanent
10	Minutes of all the general, Board & Committee Meetings of the transferor Company as handed over to the transferee company	Registered office	8.1 & 18.1 (Secretarial Standards-1 & 2)	Permanent

Annexure 2: Documents with preservation period of not less than eight years after completion of the relevant transactions (indicative list)

A) Mandated under Companies Act, 2013

Sl. No.	Document	Place of Preservation	Reference of provision	Period
1.	Register of Deposits accepted or renewed	Registered office	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
2.	Instrument creating charge or modification thereon	Registered office	Rule 10(4) of the Companies (Registration of Charge) Rules, 2014	8 years from the date of satisfaction of charge by the company
3.	Register of debenture holders or any other security holders along with the index	Registered office	Rule 15 (2) of the Companies (Management and Administration) Rules, 2014	8 years from the date of redemption of debentures or securities.
4.	Copies of all annual returns prepared under section 92 and copies of all certificates and documents required to be annexed thereto	Registered office	Rule 15 (3) of the Companies (Management and Administration) Rules, 2014	8 years from the date of filing with the Registrar of Companies.

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5.	All notices for disclosure of concern/ interest received u/s 184 of the Companies Act, 2013	Registered office	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
6.	The attendance register of Board & Committee Meetings	Registered office	4.1.7 of Secretarial standards -1	8 financial years
7.	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)	Registered office	8.2 of Secretarial Standards-1	As long as they remain current or for 8 financial years whichever is later
8.	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)	Registered office	18.2 (Secretarial Standards-2)	As long as they remain current or for 8 financial years whichever is later
9.	Any other register /documents required by any law, for the time being in force	Registered office		8 financial years
10.	All Documents of Transferor Company not mentioned elsewhere	Registered office		8 financial years
11.	Books of Accounts	Registered office		8 financial years
12.	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means	Registered office	Rule 22 (11) of the Companies (Management and Administration) Rules, 2014	8 financial years * * No time period prescribed by law
13.	Share certificate related books and documents (other than disputed cases)	Registered office	Rule 7 (3) of the Companies (Share Capital and Debenture) Rules, 2014	30 years
14.#	Share certificates surrendered to company immediately be defaced by stamping or printing the word "cancelled" in bold letters)	Registered office	Rule 7 (3) of the Companies (Share Capital and Debenture) Rules, 2014	3 years from date of which they were surrendered

For period less than 8 years.

B) Illustrative list of Documents identified under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 apart from Documents mentioned in Annexure 1 & Annexure 2 (Part A)

Sl. No.	Document	Regulation No.	Period
1.	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.	13(3)	8 financial years
2.	Quarterly compliance report on corporate governance	27(2)	8 financial years
3.	Prior intimation to the Stock Exchanges about meetings of board of directors	29	8 financial years
4.	Disclosures of any material events or information	30	8 financial years
5.	Statement showing holding of securities and shareholding pattern separately for each class of securities	31	8 financial years
6.	Statement of deviation(s) or variation(s) in the use of proceeds from the objects stated in the offer document or explanatory statement to the notice for the general meeting, for public issue, rights issue, preferential issue etc.	32	8 financial years
7.	Quarterly and year-to-date standalone/ consolidated financial results including statement of assets and liabilities as at the end of the half-year as referred in Regulation 33(3)(f)	33	8 financial years
8.	Annual Reports	34	8 financial years
9.	Annual Information Memorandum	35	8 financial years
10.	Intimation of Record Dates	42	8 financial years
11.	Details regarding voting results of general meetings	44	8 financial years
12.	Any and all kinds of filings with Stock Exchanges, viz. Press Releases, Investor Presentations, etc.	--	8 financial years

Annexure 3: The format of the Register of Documents disposed/destroyed

Sl. No.	Particulars of documents destroyed	Date and mode of destruction	Initials of authorised person