

# **KALPATARU LIMITED**

## **POLICY ON PRESERVATION OF DOCUMENTS**

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## 1. Preamble

Documents and Records in whatever form is an essential and significant part of the Company's resources. Documents and Records are a basic tool of administration. They are the means by which operational processes and functions are performed.

In terms of Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "**Listing Regulations**") every listed company is required to formulate a policy to define process for preservation of important documents or records, generated or received by it. Taking the same into consideration, this policy has been framed for preservation of documents (hereinafter referred to as "**the Policy**" or "**this Policy**") for Kalpataru Limited ("**the Company**").

All the Words and expressions used in the Policy, unless defined hereinafter, shall have meaning respectively assigned to them under the Listing regulations and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made/issued thereunder, as amended from time to time.

## 2. Objectives of the Policy

The objective of the Policy is to ensure that all important documents, generated or received by the Company, are adequately maintained and preserved in compliance with the applicable statutory provisions and to facilitate destruction of documents that are no longer required, at an appropriate time.

The Policy establishes guidelines for management, retention, preservation and destruction of documents, both in physical form and electronic form, by the Company.

The term "Document" or "Record" is to be construed broadly and includes any recorded information in any format which is required to be preserved / maintained under any law.

## 3. Scope of the Policy

The Policy shall apply to all documents generated or received by the Company, both in physical form as well as electronic form as per the applicable statutory and regulatory requirements.

## 4. Administration

The Documents of the Company shall be classified into following categories based on period of preservation:

- a) documents whose preservation shall be permanent in nature;
- b) documents with preservation period of not less than eight years after completion of the relevant transactions;
- c) Miscellaneous Documents.

Documents specified in clauses (a), (b) and (c) above may be kept in electronic mode.

**Schedule A** is a Documents Preservation Schedule that is approved as the Initial Schedule for maintenance, preservation and disposal of the Documents. The list of Documents is indicative list and shall not be construed to be exclusive. Head of Administration function of the Company ("**the Administrator**") shall be in-charge of administration of this Policy and the implementation process and procedures to ensure that Documents Preservation Schedule is followed. The Administrator under the supervision / guidance of the Board of Directors is also authorised to make modifications to the Documents Preservation Schedule from time to time to ensure that it is in compliance with local, State and Central Laws and monitor compliance with this Policy.

Notwithstanding anything contained in this policy, if any document is required to be maintained and preserved under any Act or law for the time being in force, then such document shall be maintained and preserved as per the provisions of the particular Act or law.

#### **5. Procedure for disposal of Documents**

The Documents of the Company which are no longer useful may be destroyed as per timeline prescribed in **Schedule A** with the permission of the Administrator and after following the due process as mentioned herein. The Administrator will confirm from respective departmental head about the destruction of records which are no longer required as per the Documents Preservation Schedule given under Schedule A. Once the Departmental head confirms for destruction of the document, the Administrator shall confirm the same from a Committee comprising of Chief Financial officer and Business Unit Heads. Log of documents destroyed would be maintained by the Administrator in Register for disposal of documents, as provided in **Schedule B**.

#### **6. Preservation of documents beyond specified period**

Notwithstanding anything contained in the Policy, in case of any directions from any statutory authorities, tribunals, tax authorities, registrar of companies, court of laws, etc. by an order in writing to preserve any specific document for a period beyond the specified period under the Policy, then the concerned department of the Company would be bound to preserve such documents for such period beyond the specified period till the matter is finally concluded.

#### **7. Amendment to the Policy**

The Policy facilitates preservation and disposal of "Documents" under the Acts, Rules, Regulations, Guidelines, etc. generally applicable to the Company. In case of any modification / amendment / re-enactment of any existing acts, rules, regulations, guidelines, etc. or an enactment of any new act, rules, regulations, guidelines, etc., which are inconsistent with this policy, then such modified / amended / re-enacted provision or new provisions shall prevail over the Policy.

## SCHEDULE A: DOCUMENT PRESERVATION SCHEDULE

The Document Preservation Schedule is organized as follows:

### Section Topic

- A. Corporate Documents
- B. Property Documents
- C. Contracts and Agreements
- D. License Agreements and IPR
- E. Employee Contracts and other Employee Related Records
- F. Legal and Statutory Documents
- G. Financial and Tax Documents
- H. Other Records

<b>A. Corporate Documents</b>		
<b>S No.</b>	<b>Document type</b>	<b>Minimum Preservation Period</b>
<b>Documents to be retained permanently</b>		
1.	Common Seal	Permanent
2.	Incorporation Documents	Permanent
3.	Share Certificates	Permanent
4.	Minutes of meetings of Board, Board Committees and General Meetings	Permanent
5.	Statutory Registers	Permanent
6.	Statutory Forms	Permanent
7.	Scrutinizers Reports	Permanent
8.	Register of Members	Permanent
9.	Index of Members	Permanent
10.	Corporate Policies framed under Companies Act, 2013 and / or Listing Agreement and / or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Permanent
<b>Documents to be retained for a minimum period of 8 years</b>		
1.	Annual Returns and copies of all certificates and documents required to be annexed thereto	8 years from the filing with the Ministry of Corporate Affairs
2.	Board Agenda and supporting documents	8 years
3.	Attendance Register	8 years
4.	Disclosures/ Notices by a director of his interest	8 years
5.	Instrument creating a Charge or Modification or Satisfaction	8 years from the date of satisfaction of charge
<b>Miscellaneous</b>		
1.	Joint Venture Agreements	Permanent or 8 years from termination of Agreement
2.	Shareholder's Agreement	Permanent or 8 years from termination of Agreement

<b>B. Property Documents</b>		
<b>Sr. No.</b>	<b>Document type</b>	<b>Minimum Preservation Period</b>
<b>Documents to be retained permanently</b>		
1.	Original Purchase Agreement, transfers and conveyances	Permanent
2.	Property Card, Ownership records issued by Government Authority	Permanent
3.	Latest Property Insurance	Permanent or 8 years from the date of disposal
4.	Documents / Agreements regarding leases, leave and license	Permanent or 8 years from the date of termination
5.	Sale Agreements	8 years from the date of sale

<b>C. Contract Agreements</b>		
<b>Sr. No.</b>	<b>Document type</b>	<b>Minimum Preservation Period</b>
<b>Documents to be retained for a minimum period of 8 years</b>		
1.	Originals of all project documents	8 years from expiry date of all contractual obligations
2.	Tender documents	
3.	Contract agreements	
4.	Consortium agreements and any similar documents	
5.	All design drawings, specification of contracts	

<b>D. License Agreements and IPR</b>		
<b>Sr. No.</b>	<b>Document type</b>	<b>Minimum Preservation Period</b>
<b>Documents to be retained</b>		
1.	IPR registration certificates	Permanent/ 8 years from expiry of IPR
2.	Agreements entered with third parties for obtaining or providing IPR on license basis	Permanent/ 8 years from expiry of term of agreement

<b>E. Employment Contracts and other Employee related records</b>			
<b>Sr. No.</b>	<b>Document type</b>	<b>Minimum</b>	<b>Preservation Period</b>
<b>Documents to be retained for a minimum period of 8 years from the date of retirement/ resignation or dismissal of any employee of / by the Company</b>			
1.	Payroll registers		8 years
2.	Earning records		
3.	Exemption certificates		
4.	Withholding tax documents and other relevant documents		
5.	Salary schedules		
6.	Job evaluations, reclassifications, merit pay increases and job descriptions		
7.	Records relating to promotion, demotion, lay-off, or discharge of employees		
8.	Appointment / Resignation / Termination Letter		
9.	Safety records, including logs of each occupational injury and illness, and annual summaries of all such injuries and illness.		
10.	Savings plan documents, valuation reports		
11.	Other employee documents		
12.	Other accounting and tax documents		
<b>Miscellaneous</b>			
1.	Stop payment orders	5 years from the date of retirement/ resignation or dismissal of any employee of/ by the Company	
2.	Industrial environment records relating to compliances with the relevant Industrial Laws	10 years from the end of the financial year to which the records pertain.	

<b>F. Legal and Statutory Documents</b>			
<b>Sr. No.</b>	<b>Document type</b>	<b>Minimum</b>	<b>Preservation Period</b>
1.	All documents related to legal cases like Court Orders, arbitration, any settlement agreements, including mediation and outside counsels' legal opinions ,	10 years from the date of the relevant final decision rendered by the competent authority against which no appeal has been preferred by any person and / or party	
2.	Statutory documents	As prescribed in the respective prevailing law.	

<b>G. Financial and Tax Documents</b>		
<b>Sr. No.</b>	<b>Document type</b>	<b>Minimum Preservation Period</b>
<b>Documents to be retained permanently</b>		
1.	Original Applications made for availing of various licenses / permissions / registrations	Permanent
2.	All sales tax / VAT / Service Tax and such other registration certificates	Permanent
3.	Original Voucher of all Capex incurred.	Permanent or 8 years from date of sale whichever is earlier.
4.	Annual financial statements	Permanent
<b>Documents to be retained for a minimum period of 8 years from the end of Financial Year or completion of assessment under the applicable law whichever is later</b>		
1.	Accounting books and records including all relevant certificates and documents, invoices, sales bill, expense vouchers, Journal entries, A/P Paid invoices, A/R invoices and other relevant accounting records etc.	8 years
2.	Bank reconciliations	8 years
3.	General ledger	8 years
4.	Annual audit records	8 years
5.	All type of Tax returns	8 years
6.	Sales and use, property and other tax returns	8 years
7.	Superseded cheque signature authorizations	8 years
<b>Miscellaneous</b>		
1.	Stop payment orders	8 years
2.	Registration Book of Vehicle.	8 years from sale or useful life of vehicle whichever is earlier.
3.	Insurance Policies	8 years from the date of its expiry
4.	All Other accounting and tax documents	As prescribed in respective prevailing law.

Note: In the event, insurance policies are produced as evidence under any litigation / legal proceedings, such policies shall be retained without limitation. After closure of the litigation such documents must be sent to the Legal Team/Department.

<b>H. Other Records</b>		
<b>Sr. No.</b>	<b>Document type</b>	<b>Minimum Preservation Period</b>
As may be required to be preserved under any applicable law.		

Note: If the abovementioned documents are disposed physically as per the Policy, then the electronic storage of that particular document, if any, shall also be disposed of along with it.

**SCHEDULE B: REGISTER FOR DISPOSAL OF DOCUMENTS**

<b>Sr. No.</b>	<b>Particulars of Document Destroyed</b>	<b>Date and mode of destruction</b>	<b>Initial of authorised person</b>	<b>Initial of Head of Department</b>	<b>Initial of the Administrator</b>

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