

**POLICY ON PRESERVATION OF DOCUMENTS**

**OF**

**PATRON EXIM LIMITED**

**(Pursuant to SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015)**

## 1. PREFACE

Regulation 9 of the Securities Exchange Board of India (“SEBI”) (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) requires the Company to frame a policy on preservation of documents. Further, Regulation 30(8) requires the Company to frame a Policy on website disclosure and archival of such disclosures.

This Policy for Code of Conduct for Board of Directors and Senior Management shall come into effect from the date of its adoption by the Board of Directors at their duly convened and constituted meeting and shall be applicable with effect from the date of listing of Company’s equity shares on Stock exchanges.

In compliance to the aforesaid regulation, this policy is formulated to define a process for preservation of documents and to further develop a guideline for archival of such documents including those which are maintained in the electronic form and are disclosed on the website of the Company. In other words, the Policy further encompasses the manner of archival of the documents which have been disclosed on the website of the Company for the timeframe prescribed in various Regulations.

## 2. PURPOSE OF THE POLICY

The Policy identifies documents that need to be maintained and lays down guidelines for how long certain documents should be kept. The Policy brings about economy in office management and efficiency in office performance, improves house-keeping and the ambience of the office.

Further, the Policy is necessitated:

- (i) To comply with legal duties and requirements, either statutory or regulatory;
- (ii) To avoid inadvertent destruction or alteration of documents;
- (iii) To support or oppose a position in an investigation/ litigation;
- (iv) To protect from unnecessary expense and time during discovery and re-discovery, and
- (v) To keep the important documents confidential.

## 3. DEFINITIONS

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

“**Archive/archiving**” is the process of transferring records to a repository managed by personnel specialized in storing, appraising, conserving and authorizing access to the records entrusted. Archiving allows for future retrieval and use of information. Archiving serves two main functions: conserving evidence in case of a legal claim or audit, and preserving the historical memory and proof of an activity.

“**Board**” in relation to the Company, means the collective body of the directors of the Company.

“**Company**” means Patron Exim Limited.

**“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 accessible to the Company.

**“Listing Regulations”** mean SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.

**“Records / Documents”** includes and contains all relevant information relating to the Company and necessary documentations required to be maintained under the Applicable Law.

**“Policy”** means this Policy on Preservation of documents and Archival Policy and as may be amended from time to time.

**“Stock Exchanges”** means BSE Limited and the National Stock Exchange of India Limited.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the Regulations or any other applicable law or regulation to the extent applicable to the Company.

#### **4. SCOPE**

This policy is intended to establish guidelines for the maintenance, management and orderly disposition of corporate records/documents. The Company recognizes that all the documents, whether in physical or electronic mode, form an important and integral part of the Company’s records. The preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

#### **5. ROLES & RESPONSIBILITIES**

The respective Functional/ Departmental heads of the Company shall be responsible for identification, maintenance and preservation of documents in respect of the areas of operations falling under the charge of each of them, in terms of this Policy.

#### **6. POLICY ON PRESERVATION OF DOCUMENTS**

The Company endeavours to 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.

**(A) Permanent Records:** Such records as so identified, shall be maintained permanently in the archives of the Company, and include such Document which:

- (a) Incorporation Documents - All documents including various e-Forms and Information as originally filed with the Registrar of Companies for incorporation of company under Companies Act, 2013 or any other previous Companies Act to be preserved permanently till dissolution of the Company.
- (b) Memorandum and Articles of Association as amended from time to time
- (c) Registers of contracts

- (d) Register of Directors and KMPs and the securities held by them
- (e) Register of renewed and duplicate share certificates
- (f) Register of security buy back
- (g) Register of Charges
- (h) Register of Loans and Investments made by the Company
- (i) Register and Index of Members
- (j) Various forms and returns filed with the Authorities
- (k) Audited Financial Statements
- (l) Listing Agreement executed / to be executed with stock exchanges
- (m) Offer documents for Public Issues and Private placement of securities filed with Securities and Exchange Board of India.
- (n) Confirmation of all Corporate Actions in respect of allotment of securities
- (o) Intimation on allotment of International Securities Identification Number (ISIN) for securities issued.
- (p) Registers of Records and Documents destroyed
- (q) evidences a statutory license/approval/sanction/permission/registration;
- (r) represents a title to an immovable property or an intellectual property;
- (s) lays down the terms and conditions regarding operation and management of hospitals;
- (t) is a registration under a statute which is one time in nature;
- (u) evidences the terms at which money has been borrowed or lent;
- (v) governs purchase of shares/investments in an entity;
- (w) is a constitutional document;
- (x) is a record of statutory meetings/proceedings; and
- (y) is of significant importance in case of a dispute with third parties involving material amounts.

**(B) Records maintained for at least 8 (Eight) years** which have been so decided to be preserved by the Function Heads, either under their own respective judgment or as required to be preserved by any specific Law.

- (a) Contract of employment with Managing Director or Whole-time Director
- (b) Books of accounts
- (c) Notices, Agenda and Notes to agenda of the Board, Committees of the Board, General Meetings and Postal Ballot.
- (d) All reports / disclosures filed with the Stock Exchanges from time to time.
- (e) Intimations of Board Meetings.

**(C) Other Functional Documents / Records**, which are of routine nature and as may be categorized as such by the Function Heads.

## **7. MANNER OF DESTRUCTION OF RECORDS**

After the expiry of statutory retention period, the preserved documents may be destroyed in such mode and manner subject to following:

- (a) No records shall be destroyed without being reviewed and recorded. The list prepared for disposal must be retained in the office of Functional Head and Administration Head for records after the disposal of the records.
- (b) Physical Records shall be disposed off by controlled burning / shredding in shredder under the supervision of Functional Head and Administration Head.
- (c) Electronic data preserved on servers and hard drives shall be deleted and overwritten. Electronic data contained on all other media shall be destroyed by the physical destruction of that media.

## **8. PRESERVATION PRINCIPLES**

The Company shall disclose on its website all such events and information which have been disclosed to the Stock Exchanges under Regulation 30 of the Listing Regulations. Such disclosures shall be hosted on the website of the Company for a period of five years from the date of disclosure to the Stock Exchanges. After five years, such disclosures will be archived under Archive section of the website.

Preservation of physical records shall be ensured in proper storage / record rooms, access to which shall be allowed only to authorized persons.

## **9. ADOPTION/AMENDMENT**

This Policy has been approved by the Board of Directors of the Company as mentioned in the Preface.

The Board of Directors reserves the powers to review and amend this Policy from time to time. Any change in the Policy shall be approved by the Board of Directors of the Company and the decision of the Board in this respect shall be final and binding.

## **10. COMMUNICATION**

Copy of this policy duly approved shall be placed before the Board and circulated among all the Director of the Company. This policy as amended from time to time shall be made available at the website of the Company.

In any circumstance where the terms of this Policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy and procedures.

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