



POLICY ON PRESERVATION OF DOCUMENTS/ RECORDS AND ARCHIVAL POLICY ON WEBSITE DISCLOSURES

1. PREMBLE

SEBI has vide its notification dated 2nd September, 2015 introduced SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["Regulations"]. With reference to this Regulation 9 requires every Listed Company to have a policy on Preservation of Documents/ Records maintained by the Company either in Physical Mode or Electronic Mode and Regulation 30 (8) requires every Listed Company to frame a policy on website disclosures and archival of such disclosures . The Board will review and amend this policy from time to time.

2. PURPOSE

The Board of Directors ("the Board") of Adinath Exim Resources Limited ("the Company"), in their Board Meeting dated 24th October, 2015 has adopted the Policy on Preservation of Documents/ Records and Archival Policy on Website Disclosures ("the Policy") to establish the framework needed for effective maintenance and preservation of documents and records of the Company required to be maintained in terms of said Regulations.

This Policy is effective from December 01, 2015.

3. SCOPE

This policy shall govern the maintenance and preservation of documents as per applicable statutory and regulatory requirements. Any subsequent amendment / modification in the applicable statutes in this regards shall automatically apply to this Policy.

A document preservation policy involves the systematic identification, categorization, maintenance, review, retention and destruction of documents received or created in course of the business.

The policy contains the guidelines how to identify documents that need to be maintained, how long certain documents should be retained, how and when those documents should be disposed of if no longer needed, and how should be accessed or retrieved when they are needed as per the rules made under the law. Further, decision to preserve documents and records depends on important factors i.e. whether documents/records are publicly available, whether it is required by any statutory authorities from time to time or whether it



is just informative document or holds any material information. The Policy also keeps a check to upload all requirement policies and information on the website of the Company and keep it uploaded for a period of five years as per requirement of Act.

4. OBJECTIVE

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 which are of no value are discarded after following due process for the same.

The major objectives of the policy are:

- To identify statutory records to be preserved.
- To identify records to be maintained for a period of not less than eight years after completion of the relevant transaction or permanently.
- To decide the mode of preserving the documents, whether in physical form or in electronic form.
- To decide the procedure to destroy the documents after eight years or other applicable period,
- To help employees understanding their obligations in retaining and preserving the documents and records.
- To frame archival policy for fixing duration of hosting the documents on website of the Company

5. DEFINITIONS:

In this policy, unless the context otherwise requires:

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

“Board of Directors” or **“Board”** means the collective body of the Directors of the Company.

“Company” or **“The Company”**, wherever occur in the policy shall mean “Adinath Exim Resources Limited”.



“Company Secretary” or “Secretary” means a Company Secretary as defined in clause (c) of sub - section (1) of section 2 of the Company Secretaries Act , 1980 who is appointed by the Company to perform the functions of a Company Secretary under the Act.

“Documents” includes Books of Account, deeds, vouchers, writings, documents, minutes and registers, summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of the Act, SEBI Regulation or Listing Regulation as are/ may be applicable, maintained on paper or in electronic form

“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.

“Maintenance” means keeping documents, either physically or in electronic form.

“Policy” or “This Policy” means, “Policy on Preservation of Documents”.

“Preservation” means to keep the documents preventing them from being altered, damaged or destroyed.

“Register” means a register maintained under the Companies Act, 2013 or the SEBI Act.

“Regulations” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto.

6. INTERPRETATION:

Terms that have not been defined in this policy shall have the same meaning assigned to them in the Companies Act, 2013, and/or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In case of any dispute or differences between this Policy and provisions of the Act/ Regulations the later shall apply.

7. GUIDELINES:

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provides that the 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; (Annexure A)
- b) Documents with preservation period of not less than eight years after completion of the relevant transactions. (Annexure A)

8. MODES OF PRESERVATION:

The Documents may be preserved in

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

9. GENERAL RULES FOR PRESERVATION OF DOCUMENTS/ RECORDS:

- a) The lists are not exhaustive and this policy shall be applicable to all documents requiring preservation as per the classification mentioned above, under the provisions of the Act, SEBI regulations or Listing Regulations, whether or not listed herein.
- b) The responsibility for preservation and retention of documents shall be as under:
 - Books of Accounts and other related documents - Accounts Department
 - Documents under Tax laws - Accounts Department
 - Secretarial documents (Documents required to be kept under the Act, SEBI Regulations and Listing Regulations) - Company Secretary
 - The Department Head shall be responsible for preservation and retention of all respective documents required/ decided to be kept at Registered Office
- c) The documents as required to be preserved under the Policy shall be preserved in electronic mode and/or in hard copies as may be necessary.
- d) Appropriate nomenclature and or indexing shall be given to the documents under preservation for the purpose of easy identification and retrieval.

The Board so authorised for the purpose may get the implementation of this Policy and preservation of the documents, review the same on a periodic basis.

10. DESTRUCTION OF DOCUMENTS:

The documents of the Company which are no longer required as per the time schedule prescribed in the **Annexure A** 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 the documents Preservation Schedule given under **Annexure A**. 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 B**. The entries in the register shall be authenticated by the Authorised Person.

11. PLACE OF PRESERVATION / MAINTENANCE

The Documents and Records shall be maintained and preserved at the Registered Office of the Company unless any other law requires it to be maintained at the any other place, in which case the same shall be kept at such place. The Board shall ensure that all the documents shall keep in safe place at the Registered Office.

12. RIGHT TO ACCESS / RETRIEVE

The Company Secretary and his subordinate (direct report) in the Secretarial Department shall have the right of access to the Documents and Records.

13. ARCHIVAL POLICY

The Company shall ensure that all the information disclosed on the Company's website (www.adinatheximresources.com) is maintained live and in archive for a period of 5 years or as may be prescribed in the Companies Act, 2013, and/or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

14. MANNER OF PUBLIC DISCLOSURE OF RECORDS PUBLISHED ON WEBSITE OF THE COMPANY:

The documents required to be published on the website of the company shall be posted under "Investor Services" Section of Website till the stipulated period of time as provided under the applicable laws in force or for longer period as board may decide from time to time.

15. PRESERVATION PRINCIPLES:

It is only through preservation that continued availability and access to items in the collections can be maintained. The following principles shall be kept in mind:-

- Where possible, documents are preserved in their original format, respecting the physical integrity and authenticity of the original documents.
- Active conservation is employed when appropriate to prevent further deterioration or damage to an item, or to enable access to be given.



- Appropriate conservation measures will take into accounts the needs, value, significance, and usage of the item in question.
- Surrogates shall be created where appropriate to protect the original, and to allow wider access to the content. Surrogates shall not replace the original, which will still need preservation.
- All staff is made aware of the paramount importance of preservation, and are trained on safe handling of documents.

16. SUSPENSION OF RECORD DISPOSAL IN THE EVENT OF LITIGATION OR CLAIMS:

In case the Company is served with any notice for request of documents or any employee becomes aware of a governmental investigation or audit concerning of the Company or commencement of any litigation against the Company, such employee shall inform the Board of Directors and any further disposal of documents shall be suspended until such time as the Board of Directors with the due advice from the legal counsel determine otherwise. The Board of Directors in such case shall inform the entire employee by mail under "User list" of the need to retain the documents and suspension of disposal of the same.

17. POLICY REVIEW:

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The Company Secretary will keep the policy updated as per applicable statutory guidelines.

18. AMENDMENT:

The policy shall not be amended unless the amendment is approved by the Board of Directors or unless such amendment is required pursuant to the change in applicable law. The Board may make such amendments or alterations to this policy as may be found expedient or necessary to comply with the relevant provisions of law. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being 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.

This policy was approved by the Board of Directors at its meeting held on 24th October, 2015



ANNEXURE - A

Indicative List

The following documents/ records maintained under the Act, Rules and Regulation shall be preserved permanently and any document so required to be hosted on the website of the Company by virtue of the Act:-

- a) Common Seal,
- b) Minutes books of Board, General Meetings and Committee Meetings,
- c) Statutory Registers,
- d) License and Permissions,
- e) Statutory Forms and disclosures except for routine compliance,
- f) Scrutinizers' Report,
- g) Register of Members and
- h) Index of Members.
- i) Disclosures made under the SEBI Insider and Takeover Regulations and the SEBI (LODR) Regulations, 2015 to the Stock Exchange from time to time
- j) Memorandum and Articles of Association of the Company as may be amended from time to time and all Corporate Policies framed from time to time
- k) Shareholders and Joint Venture agreement
- l) Letter of Offer related to public issue, right issue, further issue, buyback offer, etc
- m) Voting Results of Shareholders
- n) Copies of all press releases and documents filed with Stock Exchanges, Registrar of Companies and other regulatory authorities
- o) Immovable Property related Documents
- p) Documents relating to Intellectual Property Rights
- q) Any others , if the Board may deem fit



A. TEMPORARY PRESERVATION UPTO 8 YEARS:

- a) Annual Returns,
- b) Register of Fixed Deposits , Register of FD Interest ,
- c) Office copies of Notice of General Meeting and related papers,
- d) Office copies of Notice of Board Meeting / Committee Meeting, Notes on Agenda and other related papers,
- e) All notices pertaining to disclosure of interest of directors,
- f) Instrument creating a charge or modification,
- g) Books of accounts, financial statements etc. and
- h) Register of debenture holders or any other security holders.
- i) Notice of the Board Meetings given to the Stock Exchange for considering matters relating to pre-intimations required to be submitted to the Stock Exchange.
- j) Date for the Book Closures and Record dates for various purposes as may be decided by the Company from time to time.
- k) Quarterly and half yearly and Annual Financial Results of the Company;
- l) Quarterly Shareholding Pattern including details for pledge of shares and any changes therein.
- m) Results of the E-Voting, General Meetings, Postal Ballot, Ballot Papers, Scrutinizer Reports, etc.
- n) List of Unpaid Dividend to the shareholders.
- o) Change in the constitution of the Board of directors, Key Managerial Personnel, Compliance Officer, Auditors, Secretarial Auditors, and Share Transfer Agent.
- p) Agreement with the Share Transfer Agent, Depositories.
- q) Any price Sensitive Information's given or provided to the Stock Exchange under Regulation 30 of the SEBI (LODR) Regulations, 2015.
- r) Recommendation and payment of dividend to the shareholders.



- s) Details of the Complaints received and resolved by the Company i.e. Statement under Grievance Redressal Mechanism.
- t) Corporate Governance Report submitted to the Stock Exchange on quarterly and annual basis.
- u) Copy of the orders issued by the SEBI or Stock Exchanges relating to securities listed with the Stock Exchanges.
- v) Statement of deviation or variation in use of issue proceeds.
- w) Compliance Certificate to the exchange about the share related activities maintained by RTA registered with SEBI.
- x) Compliance Certificate w.r.t. Transfer or transmission or transposition of securities within 30 days.
- y) Disclosures under Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting Of Trading By Insiders.
- z) Disclosures received by the company under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011

B. OTHERS:

As per applicable law.

ANNEXURE - B

Specimen format of the register of documents disposed-off / destroyed

Particulars of document along with provision of law	Date and mode of destruction	Initials of the Authorised Person