



KEI INDUSTRIES LIMITED

POLICY FOR PRESERVATION AND ARCHIVAL OF DOCUMENTS

effective from 01/12/2015

1. **PREFACE**

In terms of the provisions of Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein referred to as “Regulations” or “Listing Regulations”), the Company 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;
- b) documents with preservation period of not less than eight years after completion of the relevant transactions:

Further, the Company is also required to host on its website, all the material events/ informations as disclosed to the Stock Exchange(s) under Regulation 30 (8) of the Listing Regulations for a minimum period of five years and thereafter as per the archival policy of the Company, as disclosed on its website.

Accordingly, this Policy for Preservation and Archival of Documents has been formulated and approved by the Board of Directors of the Company.

2. **PURPOSE**

The purpose of this policy is to ensure that the Company

- complies with documents retention laws;
- retains valuable documents and saves time, money and space;
- protects against allegations of selective document destruction;
- provides for a routine destruction of non-business, superfluous, and outdated documents.

3. **DEFINITIONS**

- a) “The Company” means “KEI INDUSTRIES LIMITED”.
- b) “Policy” means Policy for Preservation and Archival of Documents.
- c) “Archival” is the process of moving documents that is no longer actively used to a separate storage device for long-term retention. Archive document consists of older document that is still important to the organization and may be needed for future reference, as well as document that must be retained for regulatory compliance.
- d) “Documents” includes all the documents, writings, papers, agreements, deeds, contracts, notices, advertisements, requisitions, orders, declarations, forms

minutes, disclosures, intimations, information, Policies or any other record maintained by the Company either on paper or in electronic form.

- e) "**Electronic Form**", with reference to information, means any information generated, sent, received or stored in media, magnetic, optical, computer memory, micro film, computer generated micro fiche or similar device;
- f) "**Authorised Person**" means the functional head of the concerned department or any person duly authorised by the Board.
- g) "**Board**" means Board of Directors of the Company.
- h) "**Preservation**" means to keep in good order and to prevent from being altered, damaged or destroyed, other than as permitted by this Policy.
- i) "**Maintenance**" means keeping documents either physically or in electronic form.
- j) "**Website**" means www.kei-ind.com or any modification thereof.

4. INTERPRETATION

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and/or any other SEBI Regulation(s) as amended from time to time.

5. SCOPE

This policy will guide the Company, Employees and Officers in handling the documents efficiently and maintenance of any documents, their preservation and disposal/destruction.

The Board of Directors have classified the following documents to be retained and preserved for posterity.

- Documents that need to be preserved / retained permanently;
- Documents that may be preserved / retained for a period of at least 8 years.

6. DOCUMENT PRESERVATION

The preservation of documents shall be done in the following manner:

Class A Documents: Documents which are to be preserved permanently, either under Applicable Law or as determined by the Authorised Person.

Class B Documents: Where a document is required to be preserved for not less than eight years after the completion of the relevant transactions under Applicable Law, then for such period. Where a document is required to be preserved for a period less than eight years as per Applicable Law, then for such period required by applicable law.

Class C Documents: Where there is no such requirement as per Applicable Law, then for such period as deemed fit by the Authorised Person.

As a general principle, documents should be permanently preserved, even beyond the requirements of Applicable Law, where the document has a particular legal, historical or business significance and is of such nature that it should be available to the Company for the long term.

An indicative list of **Class A & Class B** documents has been set out in **Annexure - I**.

Each Authorised Person will guide the employees in his/ her department and ensure that they identify and classify the documents and take appropriate action with regard to their Preservation and Disposal thereof and each Authorised Person are responsible for taking into account the potential impacts on preservation of the documents in their work area and their decision to retain/preserve or destroy documents pertaining to their area.

Each Authorised Person and head of concerned Department shall act under this Policy in consultation with the Company Secretary of the Company and shall perform all acts and extend all cooperation to the Company Secretary to enable him/ her to ensure compliance with this Policy and the Regulations.

7. MAINTENANCE AND STORAGE OF DOCUMENT

All documents in physical form are to be maintained by the Respective Department(s) at the respective locations.

The physical documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of documents and efficient utilization of space. This will be done after obtaining prior approval of the Authorised Person.

Electronic version(s) of all of documents are to be maintained within the Company's centralized electronic document software database, which is maintained by the IT Services Department.

8. DESTRUCTION OF DOCUMENTS

a.) Documents shall be disposed as follows:

Class A Documents cannot be disposed without the approval of the Board.

Class B Documents may be disposed off after the time prescribed under applicable Law has lapsed, with the approval of the Authorised person.

Class C Documents may be disposed off with the approval of the Authorised Person.

b.) The Authorised Person shall exercise due diligence while destroying any Document including seeking confirmation from other relevant departments or external consultants, to the extent necessary.

c.) The IT department shall make appropriate provision for back up for Electronic Documents. In the event that it is necessary to manually dispose of an electronic document, the IT Department shall use the “Permanent Delete” function to permanently dispose of electronic documents.

9. SUSPENSION OF DOCUMENTS 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 the Company or commencement of any litigation against the Company, any further disposal of documents connected with the matter shall be suspended until such time the investigation / litigation ends.

10. WEB ARCHIVAL POLICY

a) The documents, informations, disclosures, notices, policies as provided under the Listing Regulations and the Companies Act, 2013, which are required to be disclosed on the website, shall be uploaded on the website of the Company.

b) The Company shall also disclose on its website all events or information which has been disclosed to Stock Exchange(s) under Regulation 30(8).

- c) The website of the Company shall be reviewed on regular intervals for ensuring that all the above mentioned disclosures are available on the website of the Company as required.

These documents/disclosures, unless otherwise mentioned in the Act/Regulations itself, shall be hosted on the website of the Company for a minimum period of 5 (Five) Years from the date of initial posting and there after keeping in view the nature, materiality, impact and relevance of such material event/information can continue to remain hosted on the website of the Company for a longer period of time, as may be decided by the Board from time to time. Such information will be moved/transferred to Archive folders under the respective heads / sub-folders, in a way so that these can be searched easily as and when required by any person.

11. LIMITATIONS OF POLICY AND ITS REVIEW

In case of any conflict between the provisions of this Policy and the Regulations or the Companies Act, 2013 or any other statutory enactments, the provisions of such Regulations or the Companies Act, 2013 or other Statutory Enactments, shall prevail over this policy.

The Board of Directors shall review this Policy from time to time and shall have the power to amend or modify this Policy for Preservation and Archival of Documents from time to time in line with the requirement of said Listing Regulations as amended from time to time.

Annexure – I

➤ **Indicative list:**

Class A Documents

Sl. No.	Type of Document
1.	Corporate Documents - The Certificate of Incorporation, Commencement of Business, Listing Agreement, Common Seal, Memorandum and Article of Association, Annual Reports etc.
2.	Minute Books of all the Board, Committee and General Meetings of the Company.
3.	Register of Members (MGT-1) along with Index.
4.	Register of Renewed and Duplicate Share Certificate (SH-2).
5.	Register of Charge (CHG-7).
6.	Register of Loan, Guarantee, Security and Acquisition made by the Company (MBP-2).
7.	Register of Contracts with Related Party and Contacts and Bodies etc. in which Directors are interested (MBP-4).
8.	Register of Investment not held in its own name by the Company (MBP-3) and Investment Documents/proofs including certificates etc.
9.	License and other statutory approvals.
10.	Audited Financial Statement.
11.	Material Agreements/Contracts.
12.	Orders issued by Courts/Statutory Bodies.
13.	Any other documents as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time.

Class B Documents

Sl. No.	Type of Document
1.	The instrument creating the charge and modification
2.	Register of deposits accepted and renewed
3.	Copies of all Annual Returns of the Company prepared under Section 92 of the Companies Act, 2013 and copies of all certificates and documents required to be annexed thereto (8 Years from the date of filing with the Registrar of Companies)
4.	Register of Debenture holders or any other Security Holders (8 years from the date of redemption)
5.	Attendance Registers of Board Meetings and documenting of attendance of meeting through Electronic mode.
6.	All notices of Disclosure of Interest of Directors (MBP-1)
7.	Books of Accounts together with Vouchers
8.	All Certificates surrendered to the Company (3 years from the date of surrender)
9.	The Postal Ballot and all other papers relating to Postal Ballot including Voting by electronic means (as long as they remain current or for 8 financial Years), whichever is later
10.	Copies of Notices, Agenda, Notes on Agenda and Papers related to Board Meeting (SS-1)
11.	Office Copies of Notices, Scrutinizer's Report and other related papers (as long as they remain current or for 8 financial years), whichever is later (SS-2)
12.	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.