

# **Policy on Preservation of Records/Archival Policy on Website**

Effective Date: 01-04-2024

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## 1. INTRODUCTION

Securities and Exchange Board of India (“SEBI”), has vide its notification dated September 2, 2015 introduced the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“the Listing Regulations”). Regulation 9 of Chapter III of the Listing Regulations, requires companies listed on Stock Exchanges to frame a policy for preservation of documents. Further, all material events and information as required to be disclosed under Regulation 30(8) of Chapter IV of the Listing Regulations, shall be made on its website at [www.indusfila.com](http://www.indusfila.com) for a period as prescribed under the archival policy in addition to the statutory requirement of 5 years.

The archival policy (the “Policy”) has been formulated in accordance with the Regulation 9 of the Listing Regulations, to formulate a policy for archival of the disclosures made on the website for information and events communicated to the stock exchanges under Regulation 30 of the Listing Regulations.

Documents covered under the Policy are classified in at least two categories i.e., (a) documents whose preservation shall be permanent in nature; and (b) documents with preservation period of not less than eight years after completion of the relevant transactions. The documents in categories (a) and (b) above may be stored in electronic mode.

Besides the above, as per applicable provisions of the Companies Act, 2013, certain documents are required to be preserved permanently or up to a certain prescribed time.

Documents that are required to be maintained under this Policy are preserved considering their importance, usefulness and information. The Company recognizes that all the documents, whether in physical or electronic mode, form an important and integral part of the Company’s records. Preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

Accordingly, in compliance with the aforesaid Regulations, the Board of Directors (the “Board”) of Indus Fila Limited (the “Company”), has adopted this Policy for preservation of documents, website disclosure and archival of such disclosure at its Meeting held.

This Policy defines the process for preservation of documents and to further develop requisite guidelines for archival of such documents, including those which are maintained in electronic form and are disclosed on the website of the Company.

## 2. EFFECTIVE DATE

The Policy shall be effective from the date of listing of the equity shares of the Company on the stock exchange(s).

## 3. DEFINITIONS

‘Act’ means the Companies Act, 2013 including any amendment or modification thereof.

**'Applicable Law'** means any law, rules, circulars, guidelines or standards issued by Securities Exchange Board of India ("SEBI"), the Ministry of Corporate Affairs ("MCA") and the Institute of Company Secretaries of India ("ICSI") under which the preservation of documents has been prescribed.

**'Authorized Person'** means. Means the functional head of the concerned department or any person duly authorized by the Board.

**'Archive'** means an accumulation of historical records or the physical place/electronic mode where they are located. Archives contain primary source of documents that have accumulated over the course of an organization's lifetime, and are kept to show the function of that organization.

**'Board of Directors'** or **'Board'** means the Board of Directors of Indus Fila Limited.

**'Committee'** means the Committee of the Board of Directors or any other Committee so constituted.

**'Company'** means Indus Fila Limited inclusive of its Registered Office and all branch offices.

**'Compliance Officer'** means Company Secretary of the Company or the Officer appointed by the Board of Directors of the Company for the purpose of this Policy and regulation.

**'Current Documents'** means any document that still has an ongoing relevance with reference to an ongoing litigation, proceedings, compliant, dispute, contract or any like matter.

**'Documents'** means writings, papers, notes, agreements, notices, deeds, contracts, summons, agenda, circulars, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers, challan and or any other record required under or in order to comply with the requirements of any Applicable Laws whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form and does not include multiple or identical copies.

**'Electronic Form'** means any contemporaneous electronic device such as servers, computer, laptop, compact disc, floppy disc, pen drive, 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.

**'Electronic Records'** means the electronic records as defined under Section 2(1)(t) of the Information Technology Act, 2000.

**'Evidence'** means information that tends to prove a fact.

**'Financial Year'** means as defined under Section 2(41) of the Act.

**'Maintenance'** means keeping documents and records, either in physical or electronic form.

**'Preservation'** means to maintain Documents in good order and to prevent Documents from being altered, damaged or destroyed.

All other words and expressions not defined herein, but defined in the Companies Act 2013, Securities Contracts (Regulation) Act 1956, the Depositories Act 1996 and/or rules and regulations made thereunder, shall have the same meaning as respectively assigned to them in such Acts or rules or regulations or any Applicable Law, as the case may be.

#### **4. OBJECTIVE**

The Policy is framed for the purpose of systematic identification, categorization, Maintenance, review, retention and destruction of documents received or created in the course of business.

This Policy intends to guide the Company and its officers on maintenance, preservation and disposal of documents.

#### **5. SCOPE**

This Policy is applicable to all departments of the Company. Each employee shall abide by the Policy. Each Authorized Person shall guide the employees in his department and ensure that they identify and classify Documents and take appropriate action with regard to their Preservation in accordance with this Policy. It ensures that the Company maintains both electronic and physical records as per various statutory requirements and is subject to same degree of confidentiality and care.

#### **6. INTERPRETATION**

In case of any conflict between the provisions of this Policy and Applicable Law, the Applicable Law shall prevail over this Policy. Any subsequent amendment/ modification in the Applicable Law shall automatically apply to this Policy.

#### **7. CLASSIFICATION OF DOCUMENTS**

- a. Documents shall be classified into the following categories:
  - I. Mandatory under Governing Laws;  
and
  - II. Non – Mandatory
- b. Documents which are required to be mandatorily preserved for stipulated minimum period of time under governing laws shall be preserved accordingly. Documents in respect of which no minimum Maintenance timeline is stipulated under any of the laws shall be preserved in accordance with the Policy.
- c. Any change in the Applicable Law affecting the change in period of Preservation of documents shall prevail over this Policy.

## **8. MANNER OF PRESERVATION OF DOCUMENTS**

### **a. Methodology of Preservation:**

The Company shall primarily utilize any one or combination of the following methods for preserving the records:

- I. Department or Function-wise;
- II. Subject or Topic-wise;
- III. Chronologically;
- IV. Such other method as the departmental heads may consider appropriate, so as to fulfil the following objectives:
  1. To meet the legal standards for protection, storage and retrieval;
  2. To optimize the use of space and minimize the cost of record retention.

### **b. Storage and Security Conditions:**

The records should be in conditions that are secure and clean with low risk of damages. Records of non- paper format shall require special storage conditions and handling process, after taking into account their specific character. Similarly, records of continuing value and requiring longer Preservation shall require a higher quality of storage.

### **c. Duration of Preservation:**

The minimum retention requirement of the different categories of the Company records is provided in the **Retention Schedule** as detailed in **Annexure I** to this Policy.

### **d. Custody of the Documents:**

Subject to the Applicable Laws, the custody of the documents shall be with the authorized person. Where the authorized person tenders resignation or is transferred from one location of the Company to another, such person shall hand over all the relevant documents, lock and key, access control or password or Company Disc, Other Storage Devices or such other documents and devices in his possession under the Policy. The Board may authorize such other person as it may deem fit as the authorized person.

### **e. Accessibility and Confidentiality:**

Any person intending to review archived information and events communicated to the stock exchanges may write to the Company Secretary and Compliance Officer of the Company. Records shall be made accessible to all the concerned employees of the Company and other external users not belonging to the Company, with the permission of the Departmental heads. However, the Board of Directors of the Company, Chief Financial Officer and the Company Secretary shall have access to all the records maintained by the Company. Any record containing confidential data will be made accessible only after the permission of the Board of Directors of the Company, Chief Financial Officer or the Company Secretary.

## 9. MANNER OF PUBLIC DISCLOSURE OF RECORDS PUBLISHED ON THE WEBSITE OF THE COMPANY

The documents required to be published on the website of the Company shall be hosted in the website at [www.indusfila.com](http://www.indusfila.com) till the stipulated duration of time as provided under the various laws in force or for such longer time as the Board of Directors of the Company, Chief Financial Officer or the Company Secretary so desire.

Thereafter, the same shall be transferred to the 'Past Information/Events' section till such time as may be instructed by the Directors of the Company or the Company Secretary. However, in case of any updation in disclosure of such published record, the older record can be removed from the website of the Company as per the advice of the Board of Directors of the Company, Chief Financial Officer or the Company Secretary, provided, it does not lead to contravention of any law(s) or regulation(s) in force.

## 10. DESTRUCTION OF RECORDS

Records which no longer serve a useful purpose may be destroyed, subject to adherence to the statutory retention period. Record destruction can also improve operational efficiency by reducing the quantity of records to be searched in order to locate the needed information. All confidential records shall be destroyed only after the approval of the Board of Directors of the Company, Chief Financial Officer or Company Secretary.

The modes of destruction of records may include the following:

1	Confidential Papers	Confidential Papers shall be destroyed by making them unreadable.
2	Non-Confidential Papers	Non-Confidential Papers shall be sold to waste paper dealer or recycled.
3	Electronically Stored Records	Electronically stores records shall be erased or destroyed with the help of Information Technology (IT) Department.
4	Destruction of magnetic media records such as floppy disks	Destruction of magnetic media records such as floppy disks shall be destroyed by reformatting the same at least once.
5	Destruction of optical media records such as rewritable disks	Destruction of optical media records such as rewritable disks shall be destroyed by cutting, crushing or other physical means.

A register of documents disposed/ destroyed may be maintained which shall state the brief particulars of the documents destroyed, date of disposal/ destruction and the mode of destruction. Entries in the register shall be authenticated by the Compliance Officer.

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

The functional head of the IT Department shall make appropriate provision for back up for Electronic Records.

## **11. ROLES AND RESPONSIBILITY OF VARIOUS DEPARTMENTAL HEADS**

The departmental heads must be familiar with this policy and educate the employees in their respective departments in this regard. Access to confidential records and information must be restricted. Destruction of the records as and when required, must be coordinated by the departmental heads.

## **12. AMENDMENTS AND MODIFICATION IN THE POLICY**

The Board may, subject to Applicable Laws, amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new policy as it may deem necessary.

Any change/ amendments in Applicable Laws with regard to Maintenance and Preservation of documents and records shall be deemed to be covered in this Policy without any review.

The Board may also establish further rules and procedures, from time to time, to give effect to this Policy and to ensure governance.

## **13. COMPLIANCE**

All employees of the Company are required to comply with the provisions of this Policy and the guidance manual. Failure to comply by any employee of the Company with this Policy and the guidance may result in disciplinary action by the Company, including suspension or termination of employment.

Any queries regarding this Policy may be referred to the Compliance Officer of the Company, who is in charge of administering, enforcing and updating this, Policy.

## **14. DISSEMINATION OF THE POLICY**

Adoption of this Policy shall be communicated to the stock exchange(s) where the Company's equity shares are listed. The Policy, as amended from time to time, shall be placed on the website of the Company at [www.indusfila.com](http://www.indusfila.com).

## **15. PENALTY FOR NON-ADHERENCE OF THE CLAUSES OF THE POLICY**

Non – Adherence to any of the Clause as mentioned in this Policy will attract penalty of one lakh rupees which may extend to one crore rupees as prescribed under Section 15 HB of SEBI Act, 1992.

## ANNEXURE I

### DOCUMENT RETENTION SCHEDULE

Sr. No	Record/ Document Category	Record/Document Type	Minimum Retention Requirement
1	Records related To Board/ Committee Meeting	Agenda Papers, Internal Audit Report, Minutes of Meeting, Policies, Code of Conduct, Disclosure of Directors Interest, Other Miscellaneous reports/records.	Permanent
		Attendance Register	Eight Financial Years from the date of last entry made therein
2	Records related to General Meeting	Register/Index of Members, Minutes, Attendance Register	Permanent
		Office copies of Notices, Scrutiniser's report and related papers	Eight Financial Years
3	Other Secretarial Records	Incorporation Certificate, Conversion /Commencement of Business Certificate, Memorandum of Association, Articles of Association, Common Seal, Annual Reports, Statutory Registers pursuant to the Companies Act 1956/2013, Register for Transfer/Transmission of Shares maintained with Registrar and Share Transfer Agent, Correspondence with regulatory authorities, Correspondence with Shareholders, Copies of all Annual Returns.	Permanent
4	Records related to SEBI and Stock Exchange	Correspondence with Statutory bodies, Quarterly/Annually/Non-Quarterly /Other Compliances submitted from time to time, Newspaper publication, listing disclosure.	Permanent
5	Records related to Insurance	Insurance Policy Execution, Renewal Certificate, Insurance Claims under various policies.	Eight Years from lapse of the policy/ settlement of claim.
6	Contracts/ Agreements/ Purchase Orders	Fresh/Modification/Renewal/ Termination of Contract/Agreement/Purchase Order	Eight Years from termination of Contract/ Agreement/ Purchase Order

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Sr. No	Record/ Document Category	Record/Document Type	Minimum Retention Requirement
7	Records related to Property	Agreements, Contracts, Documents related to acquisition/sale of Property	Permanent
8	Legal	All confidential agreements of non-disclosure in nature, Correspondence with Statutory bodies, Courts regarding any petition/case/suit etc.	Permanent
9	Records related to Labour Laws	Registration/Renewal Certificate under various Acts relating to Labour Laws. Maintenance of various Registers under various Acts in force read with the Rules made thereunder, relating to Labour Laws.	Permanent
10	Finance	Audited Financial Statements Auditors Reports	Permanent
		Books of Accounts and Vouchers	Eight Years following the relevant Financial Year.
11	Taxation	Registration/Amendment Certificate under various laws in force	Permanent
		Preservation of specific books of accounts	Eight Financial Years following the relevant Financial Year.
		Records pertaining to various other laws in force	Records maintained under various other laws in force from time to time would be acceptable.
12	RBI Records	License Certificate/Renewal Certificate. Statutory Returns/Reports submitted to Banks from time to time.	Permanent
		Concurrent Audit Report. Correspondence with Statutory Bodies. Auditors Report	Eight Years following the relevant Financial Year
		Client Records and Transactions pursuant to 'Know Your Customer'(KYC) Guidelines – Anti Money Laundering Standards (AML) – Preservation of Money Laundering Act, 2002 Records pertaining to the identification of the customers and their address (e.g. Copies of Documents like passport, identity card, driving license, PAN Card, Utility Bills etc) obtained while opening the account and during the course of business relationship.	Eight Years after completion of the relevant transaction.

13	License obtained from Statutory Authorities	Statutory Registration Certificates	Permanent
14	Information in Website:	Disclosures made by the Company to the stock exchanges shall be hosted on the website of the Company.	For a minimum period of five (5) years under Listing Regulations. Upon completion of five (5) years period such disclosures shall be removed from the website of the Company under this Policy of the Company.