

THE POLICY ON PRESERVATION OF DOCUMENTS
OF
SHRI DINESH MILLS LIMITED, PADRA ROAD, VADODARA – 390 020

1. PREAMBLE

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 [hereinafter referred to as “Regulations”] requires every listed Company to have a policy on Preservation of Documents / Records maintained by the Company either in Physical Mode or Electronic Mode.

2. SCOPE

This policy shall govern the maintenance and Preservation of Documents as per applicable statutory and regulatory requirements.

3. OBJECTIVES OF THE POLICY

The main objective of the policy is to ensure that all the statutory documents are preserved in compliance with the Regulations and the policy framed and to ensure that the records which are of no longer needed or are of no value are discarded after following the due process for discarding the same.

The major objectives of the policy are:

- Identification of Statutory Registers and other records of the Company which are required to be preserved.
- Identification and categorization of the Statutory Registers and other records to be maintained either for eight years or permanently.
- Decide whether the statutory records and documents are to be preserved in physical form or in electronic form.
- After completion of 8 years, for the statutory documents which are to be preserved for 8 years only, may be disposed of as per the guidelines of the policy or as decided by the Board of Director at that time.
- Aiding employees of the Company in understanding their obligations in retaining and preserving the documents and records.

4. DEFINITIONS

1. **“Act”** means the Companies Act, 2013, Rules framed thereunder and any amendments thereto;
2. **“Board of Director” or “Board”** means the collective body of the Directors of the Company.
3. **“Company”** wherever occurs in the policy shall mean “Shri Dinesh Mills Limited”
4. **“Current”** means running matter or whatever is at present in course of passage.

5. **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.
6. **“Maintenance”** means keeping Documents, either physically or in electronic Form.
7. **“Policy” or “This Policy”** means “Policy on Preservation of Documents”
8. **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
9. **“Regulations”** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and any amendments thereto;

5. 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) Regulation, 2015.

6. GUIDELINES:

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

Accordingly, the Company has classified the preservation of documents to be done in the following manner:

- a. Documents that needs to be preserved and retained permanently;
- b. Documents that needs to be preserved and retained for a period of 8 years as specified under the Companies Act, 2013 or SEBI (LODR) Regulations;
- c. Documents that need to be preserved and retained for such period as prescribed under any statute or regulation as applicable to the Company;
- d. Where there is no such requirement as per applicable law, then for such period as the documents pertains to a matter which is “Current”.

An indicative list of the Documents and the time – frame of their preservation is provided in **Annexure: A**

7. MODE OF PRESERVATION:

The documents may be preserved in

- (i) Physical Form; or
- (ii) Electronic Form.

The Head of Departments of the Company are the authorised Persons who will be responsible to preserve the documents as per this Policy as may be required under the applicable laws, Rules and Regulations applicable to the Company.

The preservation of documents should be such so as to ensure that there is no tempering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the documents.

The preserved documents must be accessible at all reasonable times. Access may be controlled by the concerned Authorized Persons so as to ensure integrity of the Documents and prohibit unauthorized access.

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** in such a manner that such destroyed documents are not usable / viewable by any person and in such mode, as may be determined by the Authorized Person. 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 Authorized Person.

8. POLICY REVIEW

This policy will be reviewed by the Board from time to time so as to ensure compliance of the legal requirements as per this Policy. The Company Secretary is authorised to update this Policy as per applicable statutory requirements from time to time.

ANNEXURE: A

INDICATIVE LIST

(A) PERMANENT PRESERVATION:-

- (i) Common Seal
- (ii) Minutes books of Board, General Meetings and Committee Meetings
- (iii) Statutory Registers
- (iv) License and Permissions
- (v) Statutory Forms and disclosures except for routine compliance
- (vi) Scrutinizers' Reports
- (vii) Register of Members
- (viii) Index of Members

(B) TEMPORARY PRESERVATION UPTO 8 YEARS:-

- (i) Annual Returns
- (ii) Board Agenda and Supporting Documents
- (iii) Attendance Register
- (iv) Office copies of the Notice of General Meeting and related papers
- (v) Office copies of the Notice of the Board Meeting / Committee Meeting, Notes on Agenda and other related papers
- (vi) All notices pertaining to disclosure of interest of directors
- (vii) Instrument creating a charge or modification
- (viii) Books of accounts, financial statements etc.
- (ix) Register of debenture holders or any other security holders

(C) OTHERS:-

As per applicable laws, rules and regulations.

ANNEXURE: B

Specimen format of the Register of Documents disposed of / destroyed

Particulars of Document along-with provisions of law	Date and Mode of Destruction	Initial of the Authorized Person