

# **POLICY FOR PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY**

## **1. PREFACE:**

Pursuant to Regulation 9 of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 notification dated 2<sup>nd</sup> September,2015, every 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 of not less than eight years after completion of the relevant transactions:

Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode.

NITCO Limited formulates the policy as under.

## **2. POLICY OBJECTIVES:**

The corporate records of the Company and its subsidiaries (hereafter the "Company") are important assets. Corporate records include essentially all records that one should produce as an employee, whether paper or electronic. A record may be as obvious as a memorandum, an e-mail, a contract or a an expense record.

The law requires the Company to maintain certain types of corporate records, usually for a specified period of time. Failure to retain those records for those minimum periods could subject you and the Company to penalties and fines, cause the loss of rights, obstruct justice, spoil potential evidence in a lawsuit, place the Company in contempt of court, or seriously disadvantage the Company in litigation.

## **3. SCOPE OF THE POLICY:**

From time to time the Company establishes retention or destruction policies or schedules for specific categories of records in order to ensure legal compliance, and also to accomplish other objectives, such as preserving intellectual property and cost management. Several categories of documents that bear special consideration are identified below. While minimum retention periods are suggested, the retention of the documents identified below and of documents not included in the identified categories should be determined primarily by the application of the general guidelines affecting document retention identified above, as well as any other pertinent factors.

### **a) Tax Records**

Tax records include, but may not be limited to, documents concerning payroll, expenses, proof of deductions, business costs, accounting procedures, and other documents concerning the Company's

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revenues. Tax records should be retained for at least **eight years** from the date of filing the applicable return.

### **b) Board and Board Committee Meetings**

Meeting minutes should be retained in perpetuity in the Company's minute book. A clean copy of all Board and Board Committee materials should be kept for no less than **Eight years** by the Company.

### **c) Press Releases/ Public Filings**

The Company should retain permanent copies of all press releases and publicly filed documents under the theory that the Company should have its own copy to test the accuracy of any document a member of the public can theoretically produce against that Company.

### **d) Legal Files**

Legal counsel should be consulted to determine the retention period of particular documents, but legal documents should generally be maintained for a period of **eight years**.

### **e) Marketing and Sales Documents**

The Company should keep final copies of marketing and sales documents for the same period of time it keeps other corporate files, generally **three years**.

An exception to the three-year policy may be sales invoices, contracts, leases, licenses and other legal documentation. These documents should be kept for at least three years beyond the life of the agreement.

### **f) Development/Intellectual Property and Trade Secrets**

Development documents are often subject to intellectual property protection in their final form (e.g., patents and copyrights). The documents detailing the development process are often also of value to the Company and are protected as a trade secret where the Company:

- i. derives independent economic value from the secrecy of the information; and
- ii. the Company has taken affirmative steps to keep the information confidential

The Company should keep all documents designated as containing trade secret information for at **least the life of the trade secret**.

### **g) Contracts**

Final, execution copies of all contracts entered into by the Company should be retained. The Company should retain copies of the final contracts for at least **three years** beyond the life of the agreement, and longer in the case of publicly filed contracts.

### **h) Electronic Mail**

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E- mail that needs to be saved should be either:

- i. printed in hard copy and kept in the appropriate' file; or
- ii. downloaded to a computer file and kept electronically or on disk as a separate file.

The retention period depends upon the subject matter of the e-mail, as covered elsewhere in this policy.

### **iii. Registers and other documents**

The company shall maintain all the registers and other documents as specified in the Companies Act 2013 or any amendments made to them from time to time.

Such registers and/or documents shall be divided into two categories:

- i. Documents whose preservation shall be permanent in nature ;
- ii. Documents with preservation period of not less than **eight years** after completion of the relevant transactions:

The Company may keep documents specified in clauses (a) and (b) in electronic mode.

### **4. ADMINISTRATION AND REVIEW OF THE POLICY:**

The Managing Directors (s) shall be responsible for the administration, interpretation, application and review of this policy. Further the Company shall destroy the document/ information in an appropriate manner after the expiry of the stipulated period as mentioned in the said policy for preservation of documents. Any change / amendments to this policy shall be approved by the Managing Director.

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