



CENTURY ENKA LIMITED

**POLICY FOR PRESERVATION OF
DOCUMENTS**

DOCUMENT CONTROL

Document version

This Policy document named as '**Policy for Preservation of Documents**' is version 1.0.

Revision history

Sr. No .	Date of approval /modification	Version No.	Modified by	Reviewed and approved by
1	11.05.2022	1.0	Company Secretary	Board of Directors

Issuing Authority

This Policy is approved by the Board of the Company.

Author and Responsible Official

This Policy is to be maintained and updated by way of additions, deletions and modifications, only by the Legal and Secretarial Department. In case of any additions, deletions and modifications, this policy shall be reviewed by Managing Director and subsequently approved by the Board of Directors.

Whenever this Policy is amended, the version increases by one unit and the version is to be mentioned in the Document Control section.

Applicability and Usage

This policy document applies to **Century Enka Limited**.

PREFACE

Various statute requires an entity to maintain certain documents either permanently or for a specified period. Accordingly, this policy has been framed to provide a framework for preservation of documents and their destruction after the completion of minimum statutory retention period.

Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') requires every listed Company to formulate 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.

The listed entity may keep documents specified in above (a) and (b) in electronic mode.

OBJECTIVES

The objective of this policy is to determine preservation period for records/documents based on their reference value and legal requirements. It will also ensure that the records of the Company, which is no longer needed or are no value may be discarded after following the due process.

The following aspects are considered while arriving at the preservation period:

- Company's own information retrieval needs (reference value)
- Statutory requirements under respective statutes.
- Litigation requirements.
- To ensure easy retrieval.
- To ensure that unwanted records do not occupy storage space.

DEFINATION

- a) **'Act'** means Companies Act, 2013 and includes notifications, circulars & clarifications as issued/amended by the Ministry of Corporate Affairs, from time to time.
- b) **'Board'** or **'Board of Directors'** shall mean the Board of Directors of the Company.
- c) **'Company'** means Century Enka Limited unless the context otherwise provides.
- d) **'Compliance Officer'** means compliance officer appointed in terms of regulation 6 of the Listing Regulations.
- e) **'Director'** shall mean a member of the Board.
- f) **'Documents'** means all documents maintained by the Company, under the Securities and Exchange Board of India Act, 1992 or the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or the Securities Contracts (Regulation) Act, 1956 or the Depositories Act, 1996 or the Companies Act, 1956 or the Companies Act, 2013 or all other applicable Acts/law/rules/regulations or guidelines made thereunder, as the case may be or any amendments thereto from time to time and includes order of a judicial regulatory or administrative authority, either in physical form or in electronic form.
- g) **'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.
- h) **'Electronic Records'** means the electronic records as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.
- i) **'Key Managerial Personnel'** means
- i. the Managing Director or the Chief Executive Officer or the Manager;
 - ii. the Whole-time Director;
 - iii. the Chief Financial Officer;
 - iv. the Company Secretary;
 - v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
 - vi. any other person appointed by the Board of Directors as key Managerial Personnel

j) **'Listing Regulations'** means the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

k) **'Maintenance'** means keeping documents, either physically or in electronic form.

l) **'Policy'** or **'this Policy'** means 'Policy for Preservation of Documents'.

m) **'SEBI'** means the Securities and Exchange Board of India.

n) **'Securities laws'** means the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, and the provisions of the Companies Act, 1956 and Companies Act, 2013, and the rules, regulations, circulars or guidelines made thereunder.

o) **'Year'** means a period of 12 months beginning on 1st April and ending on 31st March of the subsequent calendar year.

Other terms used in the policy but not specifically defined here shall have the same meaning assigned to them in the Securities Laws.

APPLICABILITY

This Policy will apply to all documents which required to be preserved in terms of securities laws & other laws and statutes applicable to the Company.

PRESERVATION OF DOCUMENTS

The Company will maintain and preserve its documents pursuant to the provisions of the various acts applicable to the Company. Preservation of documents are classified under two categories-

i. Documents which are required to be preserved permanently.

(Type-A Documents-Illustrative List of Legal and Secretarial department annexed as Annexure-I of the Policy).

- ii. Documents which are required to be preserved for not less than 8 years after completion of the relevant transaction.

(Type-B Documents-Illustrative List of Legal and Secretarial department annexed as Annexure-II of the Policy).

Respective head of departments shall classify and maintain the illustrative list of documents required to be preserved as per this policy.

The above categories are subject to-

- documents required to be maintained under various laws or statutes applicable to the Company shall be preserved in accordance with the provisions of such applicable laws, rules, regulations etc. or where preservation period is not defined or defined lesser than eight years, such documents are to be preserved for a period of eight years or any other longer period as determined by the respective head of the departments.
- documents relevant to lawsuit or proceeding involving the Company or reasonably foreseeable to litigation shall be retained and preserved for the period of such litigations or as per the directions of the Court, Tribunal or Adjudicating Authorities, if any.

Where under a scheme of arrangement another company merges or amalgamates with the Company, minutes of all the meetings of the transferor company and its incorporation documents, i.e., certificate of incorporation, certificate of commencement of business, memorandum and articles of association etc. as handed over to the Company shall be preserved permanently.

CUSTODY OF DOCUMENTS

The documents of respective departments shall be kept in the custody of respective head of the department who are responsible for creation and maintenance of such documents. Mode of maintenance of documents will be either in physical form or electronic form and the place of keeping the documents shall be according to applicable provisions of laws, rules or regulations under which they are created and shall be subject to specific resolutions, if any, passed by the Board or members from time to time.

DESTRUCTION OF DOCUMENTS

The records/documents preserved shall be reviewed every year or according to need by the respective department and action can be taken to destroy those records:

- a) which are due for disposal as per this policy, or
- b) after the expiry of statutory retention period, or
- c) the preserved documents if no longer required, or
- d) as decided by respective department heads considering relevant statues/laws/this policy.

Documents containing information of a confidential or sensitive nature on paper, card, or electronic media must be securely destroyed when it is no longer required. The documents can be destroyed as under:

- i. recycles non confidential paper records
- ii. either incinerate or shred all confidential paper / records before recycles
- iii. delete or destroy electronic records.

Before destruction, approval of head of department and/or a Key Managerial Personnel, as the case may be, shall be obtained and a proper record/register shall be maintained before destruction. The register shall be named as '**Register of documents destroyed**' and shall be preserved permanently under the custody of the respective departmental heads and/or Key Managerial Personnel.

The register shall contain the following details:

- Serial Number
- Brief particulars of the document destroyed
- Department responsible for creation and maintenance of documents
- Name of Departmental Head and/or Key Managerial Personnel
- Designation of Departmental Head and/or Key Managerial Personnel
- Date of approval of Head of the Department and/or Key Managerial Personnel
- Date of destruction
- Mode of destruction
- Remarks, if any
- Signature of the Head of the Department and/or Key Managerial Personnel
- Date of noting, if any, by Board of Directors.

A draft Register as stated above 'Register of documents destroyed' shall be prepared and will sent to Head of Department (HOD) for review.

After reviewing the register, the HOD will send it to Key Managerial Personnel with an affirmation note for their information and record:

"The said destruction is in the best interest of the Company and no documents which is required to be preserved by any law or pertaining to any legal proceedings shall be destroyed".

The documents shall be destroyed in presence of HOD and he shall ensure that only the documents named in register have been destroyed. After destruction of documents, he will authenticate the register by putting his signature. The signed register will be sent to Company Secretary and Chief Financial Officer for their information and record.

MONITORING & COMMUNICATION

The head of respective departments shall ensure preservation and destruction of documents in accordance with the statutory provisions and in compliance with this policy. They shall be responsible for monitoring the implementation of this policy.

A copy of this Policy shall be circulated to all departmental head for their information, and they will communicate about the policy to their subordinates. All departmental head shall confirm compliance of this policy to the compliance officer on an annual basis.

INTERPRETATION OR MODIFICATION

The Board of the Company shall have authority to amend or modify this policy to align with any amendments made to the Act and rules made thereunder or Listing Regulations or such other circulars, guidelines, standards, or regulations issued by SEBI, Stock Exchange(s) or any other authority or as and when deemed fit.

In the event of inconsistency of this policy with any statutory provisions, then the relevant provisions of such applicable law shall prevail upon the provisions of this Policy.

Annexure-I

Illustrative list of documents of Legal & Secretarial Department to be preserved permanently

S. No	Particulars of Documents
1.	Certificate of Incorporation
2.	Memorandum and Articles of Association
3.	Minute books of General, Board and Committee meetings
4.	Following registers maintained by the company- a) Register of Members along with the index b) Register of renewed and duplicate share certificates c) Register of charges & instrument creating a charge or modification d) Register of loans, guarantee, securities or acquisition of securities e) Register of investments not held in its name by the company f) Register of contracts or arrangements in which directors are interested
5.	Licenses, documents, approvals etc. received from any government or regulatory authority
6.	Intellectual property documents
7.	Orders, Judgments of court or any adjudicating authority

Annexure-II

Illustrative list of Legal & Secretarial Department to be preserved for not less than 8 years

S. No.	Particulars of Documents
1.	Copies of Notices, agenda and notes on agenda of board and committee meetings
2.	Copies of notices, scrutinizer report and other related documents.
3.	Copies of all annual returns prepared under section 92 and copies of all certificates and documents required to be annexed thereto.
4.	Notice for disclosure of interest/ concern received from the directors or the key managerial personnel
5.	Following registers: i. Register of deposits ii. Register of debenture holders or any other security holders along with the index iii. Attendance registers of the meetings of the board and its committees iv. Register of postal ballot