



Policy on Preservation of Documents

This Policy was approved by the Board of Directors at the meeting held on July 29, 2023



Version Control

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INDEX

SL No	Title	Page No.
I	Background	4
II	Purpose and Scope	4
III	Definitions	5-6
IV	Objective of the Policy	6
V	Preservation of Documents	6-9
VI	Mode of Maintenance	9
VII	Disposal and Destruction oof Records	9-10
VIII	Authority For Approval of Policy	10
IX	Authority To Alter The Policy	10



I. Background

The Securities and Exchange Board of India vide its notification dated 2nd September 2015 issued SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations). The Regulations inter alia mandate the listed entities to frame a policy for preservation of documents.

The Policy is framed as per the requirement of Regulation 9 of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") which mandates every Listed Company to formulate a policy on Preservation of Documents which has to be approved by the Board of Directors.

In this context, this policy is formulated to define a process for preservation of documents by the Board of Directors ("Board") of Prima Industries Limited at its meeting held on July 29, 2023 with the objective of classifying various documents, records and registers for the purpose of maintenance and preservation.

This Policy can be modified and or amended with the approval of the Board of Directors only.

II. Purpose and Scope

The purpose of this document is to formulate a policy for preservation and of documents maintained in accordance with the provisions of the Companies Act, 2013 read with Rules made there under and any amendments made thereto (the Act) and under the Regulations to ensure that all the necessary documents and records of the Company are adequately protected and preserved as per the applicable statutory requirements.

All documents covered under this policy shall be preserved as per the periodicity stated in the policy. All other documents of the Company shall be maintained in compliance with the requirements of the applicable laws.



III. Definitions

"Act" means the Securities and Exchange Board of India Act, 1992 including any statutory modifications or re-enactment thereof.

"Board" means the Board of Directors of Prima Industries Limited.

"Company" means Prima Industries Limited.

"Committee" shall mean various Committees of the Board.

"Document(s)" refers to papers, notes, agreements, notices, advertisements, requisitions, order, declarations, forms, correspondence, minutes, indices, registers and or any other record, required under or in order to comply with the requirements of any applicable law, whether issued, sent, the time being in or otherwise, maintained on paper or in electronic form received or kept in pursuance of the Act or under any other law for and does not include multiple or identical copies.

"Electronic Record(s)" means the electronic record as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.

"Electronic Form" means on any 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.

"Financial Year" shall have the same meaning as assigned to it under sub-section 41 of section 2 of the Companies Act, 2013.

'Legal Hold' refers to a direction from Legal to preserve certain data held by employees or databases. All retention periods under this Policy shall be suspended with respect to documents subject to Legal Hold and all documents subject to Legal Hold are to be preserved in strict accordance with Legal Hold instructions and not altered, destroyed or deleted until Legal informs employees that the Legal Hold has ended.

"Maintenance" means keeping Documents, either physically or in Electronic Form.

"Policy" means this Policy on Preservation of records.

"Preservation" means to keep in good order and to prevent from being altered, damaged or destroyed.



"Record" means any recorded information in any format (including, but not limited to paper, audio visual materials, disks, data in computer systems, created or retrieved and maintained by an organization or person in the transaction of business or the conduct of affairs) and kept as evidence of such activity.

"Regulation" means the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modifications or re-enactment thereof.

"SEBI" means the Securities and Exchange Board of India.

All other words and expressions used and not defined in this Policy or the Regulation but defined in the Act or the companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, The Depositories Act, 1996, and or the Rules and Regulations made thereunder, shall have the same meaning as respectively assigned to them in such Acts or Rules or Regulations or any Statutory modifications or re-enactments thereto, as the case may be.

IV. Objective of the Policy

This Policy sets the standards for classifying, managing and storing the records of the Company and to establish framework for effective records Management which are required:

- (i) to be preserved permanently and
- (ii) to be preserved for a period of not less than 8 years.

V. Preservation of Documents

The Company shall preserve all its documents as per the requirements and provisions of the Companies Act, 2013 and the rules made thereunder, the Secretarial Standards, the Listing Regulations and any other law, rules, regulations as may be applicable to the Company from time-to-time following the methodology of preservation as follows:

a) Methodology of Preservation:

The Company shall primarily utilize any one/combination of the following methods in preserving the records:



- Department wise/ Function-wise
- Chronologically
- Such other method as the Department heads may consider appropriate so as to full fill the following objectives:
 - i. To meet the legal standards for protection, storage and retrieval.
 - ii. To optimize the use of space and minimize the cost of record retention

b) Storage and Security Conditions

The records should be stored in conditions that are secure and clean with low risk of damage. Records of non-paper format shall require special storage conditions and handling process, after taking into account their special character.

The preservation of Documents should be such as to ensure that there is no tampering, 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 authorized person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

c) Classification:

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

- i. Where there is a period for which a Document is required to be preserved as per Applicable Law, for the period required by the Applicable Law.
- ii. To be preserved permanently.
- iii. To be preserved for a period of not less than Eight (8) years.



Documents which are to be maintained permanently:

The Company shall maintain the following documents on a permanent basis:

- a. Incorporation / Conversion/ Business commencement Certificates.
- b. The Original Signed and Stamped Memorandum of Association and the Articles of Association of the Company.
- c. Listing Agreement.
- d. Minutes of General Meetings, Board Meetings and various Committee Meetings
- e. Register of Members along with Index
- f. Foreign Register of Members, if any
- g. Register of loans, guarantee, security and acquisition made by the company
- h. Register of investments not held in its own name by the company, if any.
- i. Register of contracts with related party and contracts and Bodies etc. in which directors are interested.
- j. Register of Charges
- k. Registers of Renewed and Duplicate share certificates.
- l. Register of Directors and KMP
- m. Intellectual Property Documents shall include, but shall not be limited to Copyrights, Trademarks, Patents, and Industrial Designs. Intellectual Property Rights Documents that are owned by the Company shall be retained by the Company permanently.

Documents which are to be maintained for at least eight financial years:

- a. Books of account together with the vouchers relevant to any entry in such books of account
- b. Register of Debenture holders (including Foreign Register of Debentures) or Register for any other Securities issued by the Company
- c. Copies of all Annual Returns



- d. Disclosure of Interest received from the Directors of the Company in the manner prescribed
- e. Attendance Registers, Notices, Agenda, Notes on Agenda and other related papers of General Meetings, Board Meetings and various Committee Meetings
- f. Instrument creating a Charge or modifying a Charge, if any
- g. Changes to the Memorandum of Association and the Articles of Association, if any
- h. Register of deposits accepted or renewed, if any
- i. Tax Records - Tax records including, but not limited to documents concerning tax assessment, tax filings, proof of deductions, tax returns, appeal preferred against any claim made by the relevant tax Authorities, shall be maintained for a period of 8 years or for a period of 8 years after a final Order has been received with respect to any matter which was preferred for Appeal, as the case may be
- j. Employment /Personnel Record in case of employees of the Company
- k. Relevant marketing and sales documents
- l. Press Releases and Newspapers Disclosures
- m. Legal documents including but not limited to contracts, legal opinions, pleadings, Orders passed by any court or tribunal, Judgments, Interim Orders, Documents relating to cases pending in any Court or Tribunal or any other Authority empowered to give a decision on any matter, Awards, Documents relating to property matters

VI. Mode Of Maintenance

The Company shall maintain these records either in physical or electronic mode. The applicable provisions of law, rules and regulations with regard to electronic maintenance of records shall be adhered to.

All the records shall be maintained as per the prescribed formats, if any, as amended from time-to-time under the various rules and regulations.

VII. Disposal And Destruction of Records

Records which no longer serve a useful purpose should be destroyed as it improves the operational efficiency by reducing the quantity of records to



be searched in order to locate the needed information. After the expiry of the statutory retention period, the preserved documents may be destroyed. Destruction of documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/irrelevant.

This applies to both Physical and Electronic Documents. The documents may be destroyed as follows:

- a. Recycle non-confidential paper records;
- b. Shred or otherwise render unreadable confidential paper records; or
- c. Delete or destroy electronically stored data.

However, it be noted that all confidential records shall be destroyed only after the approval of the Directors of the Company.

VIII. Authority for Approval of Policy:

The Board shall have the authority for the approval of this Policy in pursuance to the Regulations. The Authority to approve the Policy is granted to the Board via Regulations.

IX. Authority to Alter the Policy:

The policy should be reviewed periodically by the Board. The Board is authorized to review and make alterations to this Policy as considered appropriate in consonance with the Provisions of the Act and the Regulations. Any subsequent amendment or modifications in the Regulation and other applicable Laws in this regard shall automatically apply to this Policy subject to the approval of the Board.