

POLICY ON PRESERVATION OF DOCUMENTS

INTRODUCTION

The Board of Directors of Vani Commercials Limited (“the Company”) adopted the policy for “Preservation of Documents” in terms of Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Regulations”), which requires every listed company to have a policy on Preservation of Documents / records maintained by the Company either in Physical Mode or Electronic Mode.

DEFINITIONS

- a. **“Act”** means the Companies Act, 2013 and rules made there under, as amended from time to time.
- b. **“SEBI Regulations”** shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time.
- c. **“Company”** means Vani Commercials Limited.
- d. **“Document”** includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form;
- e. **“Key Managerial Personnel” or “KMP”** shall have the same meaning ascribed to it under the Act.
- f. **“Board” or “Board of Directors”** shall mean the Board of Directors of Vani Commercials Limited, as may be re-constituted from time to time.
- g. **“Financial Year”** shall have the same meaning ascribed to it under the Act.

- h. **“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.

SCOPE

This policy shall govern the maintenance and preservation of documents as per applicable statutory and regulatory requirements.

OBJECTIVE

This policy sets the standards for managing, storing and preservation of documents of the Company broadly classified in the following two categories:

- A. The documents of a permanent nature (listed in **Annexure 1**) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, additions, deletions or any changes made therein from time to time. Provided that all such modifications, amendments, additions, deletions in the documents shall also be preserved permanently by the Company.
- B. The documents to be maintained and preserved for a specified time period after completion of the relevant transactions (listed in **Annexure-2**) shall be preserved by the Company for the term not less than eight years after completion of the relevant transactions subject to the modifications, amendments, additions, deletions or any changes made therein from time to time. Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years.

MODES OF PRESERVATION

The Documents may be preserved in

- a. Physical form; or
- b. Electronic Form

The official of the Company who is required to preserve the document shall be Authorised Person who is generally expected to observe the compliance of statutory requirements as per applicable law.

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 the concerned Authorised Person with preservation, so as to ensure integrity of the Documents and to prohibit unauthorized access.

RESPONSIBILITY

The departmental head concerned will be responsible for the maintenance, preservation and destruction of records pertaining to the respective Department.

DESTRUCTION OF DOCUMENTS

After the expiry of the statutory retention period, the preserved documents may be destroyed in such mode under any instructions approved by the department head(s). Destruction of documents as a normal administrative practice will also be followed for the records which are duplicate/unimportant/irrelevant. This applies to both Physical and Electronic Documents.

POLICY REVIEW

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements.

AMENDMENT

The Board shall have power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this policy entirely with a new Policy according to subsequent modification(s) / amendment(s) to Regulations.

PERMANENT PRESERVATION:

- a) Memorandum & Articles of the Company
- b) Common Seal Book
- c) Minutes books of Board, General Meetings and Committee Meetings,
- d) Statutory Registers,
- e) License and Permissions,
- f) Statutory Forms and disclosures except for routine compliance,
- g) Material Agreements/Contracts
- h) Any other document as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time.

TEMPORARY PRESERVATION

Following documents to be preserved for 8 years:

- a) Annual Returns,
- b) Board Agenda and supporting documents,
- c) Attendance Register,
- d) All notices pertaining to disclosure of interest of directors,
- e) Scrutinizers Report
- f) Instrument creating a charge or modification,
- g) Books of accounts, financial statements etc. and
- h) Correspondences with Departments/shareholders

Following documents to be preserved for 5 years:

- a) Disclosures sent to stock exchange in terms of SEBI (LODR) Regulations, 2015, SEBI(Prohibition of Insider Trading) Regulations, 2015 and SEBI (ICDR) Regulations, 2018