



**POLICY ON PRESERVATION  
OF  
DOCUMENTS**

Version	2
Issued On	August 12, 2016
Effective from	August 12, 2016

**Veritas (India) Limited**

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## **PREAMBLE**

The Board of Directors (the “**Board**”) of Veritas (India) Limited (the “**Company**”) has adopted the Policy (“**The Policy**”) for preservation of Documents / Records maintained by the Company either in Physical Mode or Electronic Mode.

This Policy is prepared in terms of Regulations 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) and shall be effective from December 1, 2015.

## **PREAMBLE:**

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of a company are required to frame a Policy for Preservation of Documents classifying them in to two categories:

- i. Documents whose preservation shall be permanent; and*
- ii. Documents to be preserved for not less than eight years.*

The Documents that are required to be maintained under this Policy are preserved considering their importance, usefulness and information. The Company recognises that documents whether in physical or electronic mode, forms an important and integral part of the Company’s records. The preservation of Documents is important in order to ensure immediate access to the records, its retrieval and authentication.

## **APPLICABILITY:**

This Policy is applicable to all Documents maintained in physical and electronic mode by the Company.

The Documents not covered under this Policy shall be preserved and maintained in accordance with the provisions of the respective Acts, Rules, Guidelines and Regulations as applicable under which those documents are maintained.

## **OBJECTIVE**

The main objective of this policy is to ensure that all the statutory documents are preserved in compliance with the Regulations and as per the policy framed in compliance with the regulation and to ensure that the records 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:

- Identifications 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 or

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electronic form.

- After completion of 8 years, for the Statutory documents which are to be preserved for a period of 8 years only may be disposed of as per the guidelines of the Policy or as decided by the Board of Directors at that time.

## **DEFINITIONS**

**“Act”** means the Companies Act, 2013 and the rules framed thereunder any amendments thereto;

**“Regulations”** means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) and the amendments thereto;

**“Secretarial Standards”** means the standards as prescribed by the Institute of Companies Secretarial of India (ICSI);

**“Board of Directors” or “Board”** means the collective body of the directors of the Company;

**“Company”** means VERITAS (INDIA) LIMITED wherever it occurs;

**“Policy” or “This Policy”** means the Policy on Preservations of Documents;

**“Maintenance”** means keeping Documents, either in physical or Electronic Form;

**“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed;

**“Documents”** means any documents maintained in any medium (paper, electronic, optical, magnetic, etc.) that is created, received, transmitted or used in the course of and in relation to the business of the Company;

**“Electronic Form”** means any contemporary electronic device such as computer, laptop, compact disc, floppy disc, space n 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 a control over access to it.

## **GOVERNING LAW**

This policy shall be governed by the Companies Act, 2013, SEBI Act, Rules and Regulations, Secretarial Standards and all other laws, rules and regulations as may be applicable to the Company for the time being in force.

Regulation 9 of the Listing Regulation 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 of 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 need to preserved and retained permanently, subject to the modifications, amendments, addition, deletion or any changes made therein from time to time.
- (b) documents that need to be preserved and retained for a period of not less than 8 years after the relevant transaction, subject to the modifications, amendments, addition, deletion or any changes made therein from time to time.

## **MODE OF PRESERVATION**

Physical as well as soft copy records shall be in the custody / Control of Compliance officer.

## **DESTRUCTION OF DOCUMENTS**

The documents of the Company which are no longer required to be preserved as per the time schedule may be destroyed in appropriate manner. 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. The destruction should be carried out in a way that preserves the confidentiality of any information they contain, if so required. The records maintained under this policy can be destroyed in any one of the following ways:

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

### **Documents to be preserved permanently:**

#### **A. Companies Act, 2013:**

- *Memorandum and Articles of Association as amended from time to time.*
- *Register of Contracts.*
- *Register of Directors and KMPs and the securities held by them.*
- *Register of Loans and Investments made by the Company.*
- *Register and Index of Members.*
- *Minutes of the Board, Committees of the Board and General Body meetings including meeting conducted through Postal Ballots.*
- *Resolutions passed by Circulation.*
- *Various Forms and returns filed with the Authorities.*
- *Audited Financial Statements.*

#### **B. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

- *Listing Agreement executed with the Exchanges.*
- *Trading approval relating to listing of securities.*
- *Offer documents for Public Issues and Private placement of securities filed with Securities and Exchange Board of India.*

#### **C. Depositories Act:**

- *Confirmation of all Corporate Actions in respect of allotment of securities.*
- *Intimation on allotment of International Securities Identification Numbers (ISIN) for securities issued.*

#### **D. Others:**

- *Register of Records and Documents destroyed.*

Following documents shall be preserved and maintained for a period of 8 years from the date of its event, unless specified under any other any Act or rules, for a longer duration:

#### A. Companies Act 1956 / Companies Act, 2013:

- *Register of Buy-back of Securities from the date of completion of buy-back*
- *Notices and Notes to agenda of the Board, Committees of the Board, General Meetings and Postal Ballots.*
- *Register of Charges from the date of satisfaction of respective charge.*
- *Register of Debentures and Debenture Trust Deed from the date of its redemption.*
  
- *Books of Accounts including vouchers and bills.*
- *Annual Returns together with the Annexures.*
- *Register of Transfer and Transmission of shares / Debentures and other securities.*
- *Scrutinizer's Report on Postal Ballot and AGM.*
- *Documents relating to appointment of Managerial Personnel.*
- *Dividend reconciliation statement till the time the dividend is transferred to IEPF.*

#### B. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- *All reports filed with the stock exchanges from time to time.*
- *All disclosure of various events and Press Releases.*
- *Intimations of Board Meetings.*

#### C. Documents filed with Stock Exchanges under SEBI Regulations

- *All disclosures and intimations filed under:*
- *SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.*
- *SEBI (Prohibition of Insider Trading) Regulations, 2015.*
- *All disclosures and intimations filed under SEBI (Share Based Employee Benefit) Regulation, 2014 and SEBI (Employee Stock Option Scheme and Stock Purchase Scheme) Guidelines 1999.*

### **REVIEW AND AMENDMENT**

The Policy shall be reviewed as and when required to ensure that it meets the objectives of the Statutory Provisions and remains effective. Any change in the Policy shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Any subsequent amendment/modification in the Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy. The Company Secretary will keep the policy updated as per applicable statutory guidelines.

This Policy is approved by the Board of Directors at their meeting held on 12<sup>th</sup> August, 2016.

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