

P. N. GADGIL & SONS LTD.

POLICY FOR PRESERVATION OF DOCUMENTS

- **Preamble:**

The Securities and Exchange Board of India (SEBI) has issued the Securities and Exchange Board of India ((Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") which have come into force from 1st December 2015.

Regulation 9 of the aforesaid Regulations requires the Board of Directors of the Company to frame a Policy for Preservation of Documents ("Policy") classifying them into two categories:

- i. Documents whose preservation shall be permanent in nature; 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 all the documents, whether in physical or electronic mode, form 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.

Accordingly, the Board of Directors of P. N. Gadgil & Sons Ltd. ("the Company") has adopted the Policy for Preservation of Documents on 18th April, 2018.

- **Applicability and Modes of Preservation:**

This Policy is applicable to all documents maintained in physical and electronic mode by the Company. The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything that endangers the content, authenticity, utility or accessibility of the documents.

The documents not specifically 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.

- **Definitions:**

- a. "**Act**" means the Companies Act, 2013.
- b. "**Applicable Law**" means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA) , The Institute of Company Secretaries of India (ICSI) and other professional bodies under which the preservation of documents has been prescribed.

- c. **“Board”** means the Board of the Directors of the Company.
- d. **“Books of Accounts”** includes records maintained in respect of –
 - i. all sums of money received and expended by the Company and matters in relation to which the receipts and expenditure take place.
 - ii. all sales and purchases of goods and services by the Company.
 - iii. The assets and liabilities of the Company; and
- e. **“Company”** means **“P. N. Gadgil & Sons Limited”**
- f. **“Documents”** refers to papers, notes, agreements, notices, agenda, circulars, advertisements, declarations, forms, minutes, registers, correspondences, challan or any other record required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form.
- g. **“Electronic Form”** means any electronic device such as servers, computer, laptop, compact disc, floppy disc, pen drive, 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.
- h. **“Maintenance”** means keeping documents, either physically or in Electronic Form.
- i. **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
- j. **“SEBI LODR”** means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Words and phrases used in this Policy and not defined herein shall derive their meaning from the Applicable Law.

Roles & Responsibilities:

The respective Functional/ Departmental heads of the Company shall be responsible for maintenance and preservation of documents in respect of the areas of operations falling under the charge of each of them, in terms of this Policy.

Authenticity:

Where a document is being maintained both in physical form and Electronic form, the authenticity with reference to the physical form should be considered for every purpose.

Destruction of Documents:

The documents specified in Annexure A which are not required to be maintained and preserved permanently, may be destroyed after the expiry of the specified retention period in such mode and under the instructions approved by the Functional/ Departmental Heads. Any deviation will be approved by the Chief Financial Officer.

Dissemination of the Policy:

The approved Policy shall be uploaded on the Company’s website.

General:

Notwithstanding anything contained in this policy, the Company shall ensure compliance with any additional requirements as may be prescribed under any laws/regulations either existing or arising out of any amendment to such laws/regulations or otherwise and applicable to the Company from time to time.

Review of Policy:

This Policy shall be subject to review, if necessary. Any change/amendments in Applicable Laws with regard to maintenance and preservation of documents and records shall be deemed to be covered in this Policy without any review. Any change/amendments to this Policy shall be approved by the Chief Financial Officer or Board of Directors.

Annexure - A

Records as per Companies Act, 2013		
S. No.	Record Type	Preservation Period
1	Memorandum and Articles of Association	Permanent
2	Certificate of Incorporation	Permanent
3	Minutes of Board and Committee Meetings	Permanent
4	Minutes of Shareholders' Meetings	Permanent
5	Register of Members	Permanent
6	Register of Investments in securities not held in the name of the Company	Permanent
7	Register of Loans, guarantee, security, and acquisition made by the Company	Permanent
8	Register of Directors, Managing Director, Manager and Secretary	Permanent
9	Register of Directors' Shareholding	Permanent
10	Register of Inter-corporate loans and Investments	Permanent
11	Register of transfer of shares	Permanent
12	Register of Transmission of shares	Permanent
13	Forms filed with Registrar of Companies (ROC)	Permanent
14	Register of Charges	Permanent
15	Register of contracts with related party , bodies etc. in which Directors are interested	Permanent
16	Register of Directors and KMP	Permanent
17	Attendance Register – Board and Committee Meetings	8 Financial Years
18	Notice and Agenda of the Board and Committee Meetings	8 Financial Years
19	Notices pertaining to disclosure of Interest by the Directors	8 Financial Years
20	Annual Returns (Form MGT 7)	8 Financial Years
21	Correspondence with shareholders	8 Financial Years
22	Disclosures under SEBI – Prohibition of Insider Trading Regulations	8 Financial Years
23	Disclosures under SEBI – Substantial acquisition of shares and Takeovers, Regulations	8 Financial Years
24	Postal Ballot forms	8 Financial Years
25	Scrutinizer's Reports on voting at General Meetings/ Postal Ballot	8 Financial Years
26	Newspaper cuttings of notices of Board Meeting	8 Financial Years

	and Financial Results	
27	Register of Proxies	8 Financial Years
28	Register of payment of Dividend	8 Financial Years
29	Register of Employee Stock Options	15 years from the date of grant of options
30	Agreements with Stock Exchanges, Depositories, and Registrar transfer Agent etc.	Permanent
31	Policies and Codes of the Company	Permanent

Accounts and Finance Records		
S. No.	Record Type	Preservation Period
1	Annual Audited and Financial Statements	Permanent
2	Books of Accounts, Ledgers & Vouchers	8 Financial Years
3	Investment Records	8 Financial Years from the date of redemption
4	Engagement letters from Auditors	8 Financial Years
5	Fixed Asset Register	Permanent
6	Loan related Documents	8 Financial Years

Tax Records		
S. No.	Record Type	Preservation Period
1	Excise Returns, Income Tax Returns, Sales Tax/ VAT Returns, Service Tax Return, GST returns, LBT returns, Provident Fund, Professional Tax, ESIC returns.	8 Financial Years
2	Documents, Challans and other details/correspondence related to Excise, Income Tax, Sales Tax/ VAT, Service tax, GST returns, LBT, Provident Fund, Professional Tax, ESIC.	8 Financial Years

- Note: Any other records as may be required under any law from time to time.