



NOCIL LIMITED

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Policy on Preservation & Archival of Documents/ Records

For NOCIL LIMITED

A handwritten signature in blue ink, appearing to read "S. R. Deo", written over a horizontal line.

S. R. Deo
Managing Director

Approved by Board of Directors on 30.10.2015

Reviewed by Core Committee on Sustainability on 10.03.2023



NOCIL LTD.

POLICY ON PRESERVATION & ARCHIVAL OF DOCUMENTS / RECORDS**REGULATORY FRAMEWORK**

Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('Listing Regulations') requires listed entities to have a **Policy on Preservation of documents** approved by its Board of Directors, classifying the documents in at-least 2 categories as follows:

- a. Documents whose preservation shall be permanent in nature; and
- b. Documents with preservation period of not less than 8 years after completion of the relevant transactions.

It allows listed entities to keep documents specified in clauses (a) and (b) in electronic mode.

Regulation 30(8) of the Listing Regulations also refers to an **Archival Policy** as per which all events or information which has been disclosed to stock exchange(s) under Regulation 30 shall be hosted on the website of the Company for a minimum period of 5 years and thereafter as per the archival policy of the company, as disclosed on its website.

As per applicable provisions of the Companies Act, 2013, as amended from time to time and including the Rules/Regulations/Notifications/Circulars enacted/ issued thereunder (the **Act**) certain documents are required to be preserved permanently or up to a certain prescribed time.

SCOPE

This policy is intended to establish guidelines for the maintenance, management, and orderly maintenance of corporate records/documents. The Company recognizes 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.

PURPOSE

The purpose of the policy is to facilitate the following:

- a. Identification of records that are to be maintained permanently or for any other shorter period of time.
- b. Deciding the mode of preservation of documents, whether in physical form or in electronic form.
- c. Retention of records for the periods required by applicable laws and regulations and for other business reasons for a period of time that will reasonably assure their availability when needed.
- d. Preservation of the confidentiality and security of records/ data;
- e. Destruction/ disposal of old records and documents

DEFINITIONS

“Board of Directors” or **“Board”** shall mean the Board of Directors of the Company, as constituted from time to time and includes a Committee/ sub-committee, as may be constituted by the Board.

“Company” shall mean NOCIL Limited.

“Documents” refers to papers, records, files, tapes, notes, agreements, notices, agenda, circulars, advertisements, declarations, forms, minutes, registers, correspondences, challans, CDs, DVDs, electronic storage devices, audio/ video recordings 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.

“Electronic Form” means any electronic device such as servers, computer, laptop, compact 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.

“Maintenance” means keeping documents, either physically or in Electronic Form.

“Archival” means accumulation/ storage of historical records on server/ network or at a physical place.

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

Documents of permanent nature :- The documents of a permanent nature 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. (Annexure – 1)

Documents for a specified time period :- The documents to be maintained and preserved for a specified time period after completion of the relevant transactions 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. (Annexure – 2)

AUTHORITY TO MAKE ALTERATION TO THE POLICY

The Board of Directors are authorized to make such alteration to this policy as considered appropriate, however, subject to the condition that such alteration shall be in accordance with applicable laws, including the provisions of the Companies Act, 2013, as amended (the “Companies Act”) and the SEBI Listing Regulations. The Board is entitled to delegate this power to any committee, as may be required.



DESTRUCTION OF RECORDS

The records/ documents preserved shall be reviewed every year or according to the need of the respective departments and actions taken to destroy those records, which are due for disposal wherever required, approval of Board and/ or Committee thereof will be taken for disposal of certain documents.

The Company shall maintain a register of disposal of records in the custody of the Company Secretary and Compliance Officer of the Company, wherein the brief particulars of the records disposed of shall be entered.

SUSPENSION OF RECORDS DISPOSAL IN THE EVENT OF LITIGATION/ CLAIMS

In the event the Company is served with any notice for documents from any statutory authority or any litigation is commenced by or against the Company, then the disposal of documents including e-mail, which is related to the matter of notice/litigation, etc. shall be suspended until such time the matter is settled or resolved or disposed of. The Company Secretary and Compliance Officer shall immediately inform all employees of the Company for suspension of further disposal of Documents.

MODE OF PRESERVATION

Records/documents may be preserved either physically or in electronic form. Electronic version(s) of all of the records are to be maintained within the Company's centralized electronic record software database, which is maintained by the IT Services Department.

COMPLIANCE AND VIOLATION

All employees are required to strictly adhere to this Policy in letter and spirit and any gross negligence or intentional violation would attract disciplinary action as per the Company's policy.

ANNEXURE – 1

Documents to be preserved permanently:



- (i) Registration Certificate.
- (ii) Memorandum and Articles of the Company.
- (iii) Affidavit from the subscribers to the memorandum and from person named as the first directors.
- (iv) Statutory Registers required under applicable laws.
- (v) Audited financial statements.
- (vi) Permanent Account Number
- (vii) Tax deduction account number
- (viii) Agenda & Minutes of Board/ General/ Committee Meetings.
- (ix) Material Agreement/ Contract.
- (x) Goods and service tax/ export/ import/ other registration certificates & licenses
- (xi) Awards/ Patents/ Trademarks/ Copyrights
- (xii) Payroll & retiral benefit related records
- (xiii) Documents related to any property of the Company
- (xiv) Order(s) issued by Courts/Statutory Bodies;
- (xv) Any other documents as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time

ANNEXURE – 2

Documents with preservation period of not less than eight years after completion of relevant transaction:

- (i) Books of Accounts
- (ii) Annual Return(s)
- (iii) Personnel Documents
- (iv) Insurance Policies/Claims under various
- (v) All notices pertaining to disclosure of interest of directors.
- (vi) Correspondence with Department/ Shareholders
- (vii) Non-Statutory Registers/ Documents
- (viii) Certificates surrendered to a Company.
- (ix) Instrument creating a charge or modification.
- (x) Films, Video, CDs, DVDs, etc.





- (xi) Press releases
- (xii) E-mails
- (xiii) Any other documents as may be require to maintain permanently in terms of applicable law(s), maintained and preserved from time to time

ELECTRONIC RECORDS

Company website:- Pursuant to requirement under Regulation 30(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s), for a period no less than 5 years.

DESTRUCTION OF RECORDS

The records/ documents preserved shall be reviewed every year or according to the need of the respective departments and actions taken to destroy those records which are due for disposal.

SUSPENSION OF RECORDS DISPOSAL IN THE EVENT OF LITIGATION/ CLAIMS

In the event the Company is served with any notice for documents from any statutory authority or any litigation is commenced by or against the Company, then the disposal of documents which are subject matter of notice/litigation, etc. shall be suspended until such time the matter is settled or resolved or disposed of. The company secretary shall immediately inform all employees of the Company for suspension of further disposal of Documents.

MODE OF PRESERVATION

Records/documents may be preserved either physically or in electronic form.

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