



Ess Kay Fincorp Limited

POLICY ON PRESERVATION OF DOCUMENTS

SUMMARY OF POLICY

Policy Name	Policy on Preservation of Documents
Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")
Latest Review Date:	16 th June, 2020
Review Cycle	As and when deemed fit
Approver	Board of Directors of Ess Kay Fincorp Limited

1. **Introduction**

The board of directors (*hereinafter referred as the “Board”*) of Ess Kay Fincorp Limited (*hereinafter referred as the “Company”*) has adopted the following policy and procedures with regard policy on Preservation of Documents. The Audit Committee (*hereinafter referred as the “Committee”*) will review and may recommend amendments to this Policy from time to time.

2. **Purpose**

This policy is intended to ensure compliance particularly with the Listing Regulations and the applicable provisions of Companies Act, 2013. Regulation 9 of the Listing Regulations mandates that a 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-

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

Provided that the Company may keep documents specified in clauses (I) and (II) in electronic form.

Besides the above, as per applicable provisions of Companies Act, 2013 certain documents must be preserved permanently or up to a certain prescribed time. Accordingly this policy has been framed keeping in view particularly the requirements of Listing Regulations and the provisions of Companies Act, 2013.

In any circumstance, where the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over this Policy and procedures until such time as this Policy is changed to conform to the law, rule, regulation or standard.

3. **Definitions**

“**Act**” means the (Indian) Companies Act, 1956 (to the extent that such enactment is in force and applicable to the context in which such term is used herein), or the (Indian) Companies Act, 2013 (to the extent that such enactment is in force and applicable to the context in which such term is used herein), in each case and shall include all rules, regulations, sub-ordinate legislations made thereunder, amendments, modifications and re-enactments of the foregoing (any reference to a section of the Act will be to such section of the Companies Act, 2013, unless otherwise specified).

“**Articles**” or “**AOA**” means the Articles of Association of the Company as may be amended from time to time as prescribed under the Transaction Documents.

“**Audit Committee**” means “Audit Committee” constituted by the Board of Directors of the Company under provisions of the Act and in compliance with Articles, from time to time.

“**Company Secretary**” means Company Secretary of the company.

“**Board of Directors**” or “**Board**” means the Board of Directors of the Company, as constituted from time to time.

“**Director**” shall have the same meaning as prescribed to it under the Transaction Documents.

“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.

“Financial Year” shall have the same meaning ascribed to it under the Act.

“Key Managerial Personnel” shall mean and include Key Management Team and Key Managerial Persons.

“Key Managerial Persons” shall have the same meaning as prescribed to it under the Share Subscription Agreement;

“Key Management Team” shall have the same meaning as prescribed to it under the Shareholders Agreement;

“Listing Regulations” shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time.

“Person(s)” shall mean an individual, corporation, partnership, limited liability partnership, association, trust or other entity or organisation, including a government or political subdivision or an agency or instrumentality thereof.

“Policy” means this policy in relation to Preservation of Documents.

All other capitalized terms not defined under this Policy shall have the same meaning as ascribed to them under the Shareholders Agreement.

4. Policy

Preservation of documents

(A) Preservation of Documents with specific reference to the Act and Listing Regulations

(1) Documents whose preservation shall be permanent in nature:

All those documents which are required to be preserved permanently in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. as may be applicable on the Company from time-to-time shall be preserved permanently. Details of documents whose preservation shall be permanent in nature is listed in **Annexure-A**.

(2) Documents with preservation period of not less than eight years after completion of the relevant transactions:

All those documents which are required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. for a period of not less than eight years after completion of the relevant transactions shall be preserved accordingly. Detail of documents with preservation period of not less than eight years after completion of the relevant transactions is listed in **Annexure-B**.

(3) Documents with preservation period other than those mentioned in (1) & (2) above:

All those documents which are required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. for a preservation period, other than those mentioned in 1 & 2 above shall be preserved in accordance with the prescribed period or as may be determined reasonable.

(B) Documents to be made available on the website of the Company as required by the Act and the Listing Regulations

- (1) The Company is required to maintain a functional website containing
 - the basic information about the Company,
 - all Information and/or documents as specified in the applicable provisions of Companies Act, 2013,
 - all Information and/or documents as specified in Regulation 62 of the Listing Regulations
- (2) The Company shall ensure that contents of the website are correct.
- (3) The Company shall update any change in the content of its website within reasonable time from the date of such change in content.
- (4) The information and/or documents uploaded on the website shall be available for current financial year and for the preceding five financial years.

Archival of Documents mentioned in Clause (A) & (B)

Documents mentioned in sub clause (A) & (B) shall be maintained/ preserved in the following manner:

Documents maintained in physical form:

- (1) All information and/or documents pertaining to current financial year and for preceding financial year shall be kept handy and maintained in such a manner that their retrieval is easy and quick.
- (2) All documents pertaining to the period prior to preceding financial year shall be kept in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

The physical documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.

Documents maintained in electronic form:

- (1) All documents pertaining to current financial year and for preceding financial year shall be maintained on server and Backup be maintained on scheduled time and day. The documents shall be maintained in such a manner that their retrieval is easy and quick.
- (2) Back up of all documents pertaining to the period prior to one preceding financial year shall also be maintained on server, in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

Documents made available on the website of the company:

After the expiry of time mentioned in Clause (B) (4) of this policy (i.e. five financial years preceding the current financial year), the information and/or document shall be removed from the main website. The Backup of said information and/or document which is removed from the main website shall be maintained/ preserved in the server for a minimum period of 3 years and after expiry of this period of 3 years the backup may be permanently removed from the server.

Destruction of documents mentioned in Sub Clause (A) & (B).

Any of the documents mentioned in clause (A) & (B) of this policy, which are not required to be maintained and preserved permanently shall be destroyed.

If documents / records should not be kept longer than is necessary and should be disposed of at the right time as unnecessary retention of records consumes time, space and equipment use. The documents / records referred to in Annexure B shall be preserved for at least 8 years (or additional

period decided by the Company) may be disposed of after the expiry of the periods of their preservation, after the approval of the Chief Financial Officer and Company Secretary of the Company.

5. Policy Severable

- (i) This Policy constitutes the entire document in relation to its subject matter. In the event that any term, condition or provision of this Policy being held to be a violation of any Applicable Law, statute or regulation, the same shall be severable from the rest of this Policy and shall be of no force and effect, and this Policy shall remain in full force and effect as if such term, condition or provision had not originally been contained in this Policy.
- (ii) This Policy will be communicated to all concerned persons of the Company and shall be placed on the website of the Company at <https://www.skfin.in/disclosures.php>

6. Amendment

Any change in the policy shall be approved by the Board of Directors. 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.

Annexure - A

Documents / Record whose preservation shall be permanent in nature

S. No.	Documents / Records
1.	Certificate of incorporation
2.	Memorandum and Articles of Association
3.	Agreements made by the Company with Stock Exchanges, Depositories, etc.
4.	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013
5.	Register and Index of Members, debenture-holders, if any or other security holders, if any
6.	Register of Contracts as per Companies Act, 2013
7.	Register of Charges as per Companies Act, 2013
8.	Register of Investments as per Companies Act, 2013
9.	Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
10.	Authorization / licenses obtained from any statutory authority
11.	Policies of the Company framed under various regulations
12.	Register of disposal of records
13.	Such other records as may be required under any law from time to time

Annexure-B

Documents / Record to be preserved for a minimum period of eight years

S. No.	Particulars
1.	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
2.	Annual Returns as per Companies Act, 2013
3.	Register of Deposits as per Companies Act, 2013
4.	Register of Allotment (from the date of each allotment) as per Companies Act, 2013
5.	Annual financial statements including: - Annual accounts - Directors report - Auditors report
6.	Books of accounts including Vouchers / Voucher register as defined under the Companies Act, 2013
7.	Income Tax Returns filed under Income Tax Act, 1961
8.	All notices in form MBP - 1 received from Directors and KMPs along with any amendment thereto
9.	Return of declaration in respect of beneficial interest in any share as per Companies Act, 2013
10.	Compliance Reports received from any statutory authority
11.	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means
12.	Disclosure/Return filled under Listing Regulations