

SHARMA EAST INDIA HOSPITALS AND MEDICAL RESEARCH LTD

## POLICY ON PRESERVATION OF DOCUMENTS

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### POLICY

Regulation 9 of Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015 [herein after referred to as “SEBI (LODR) Regulations” or “Regulations”, requires every listed company to have a policy on preservation of documents/ records either in Physical Mode or Electronic Mode.

The corporate records of the Company are the important assets for the Company and hence the Company seeks to access and manage its records effectively, and is obliged to create, maintain, preserve and dispose of records as per this Policy.

### DEFINITIONS

- i. “Company” means SHARMA EAST INDIA HOSPITALS AND MEDICAL RESEARCH LTD
- ii. “Board” means the board of directors of the Company or its Committee;
- iii. “Documents” means as defined in sub- section 36 of section 2 of the Companies Act, 2013
- iv. “Electronic Records” means as defined in Information Technology Act, 2000 or as amended from time
- v. “Electronic Form” means as defined in Information Technology Act, 2000 or as amended from time
- vi. “Listing Regulations” means the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015
- vii. “Policy” means this Policy of Preservation of Documents of the Company;
- viii. “Records” in relation to this policy includes accounting records, books or papers and books and papers as defined in sub-section 12 of section 2, books of accounts as defined in sub-section 13 of section 2 of the Companies Act, 2013, statutory and other documents of material significance whether covered under this Policy or not.
- ix. “Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed.

Any other term not defined herein shall have the same meaning as ascribed to it under the Companies Act, 2013, Listing Agreement, Listing Regulations framed by the Securities Exchange Board of India or any other relevant regulation/legislation applicable to the Company.

### OBJECTIVE OF POLICY

This Policy mechanism provides the comprehensive framework for preservation of documents for a specified period of time to achieve the following objectives:

- a) Effective corporate governance and risk management;
- b) Effective information management to support the work of the administrations and provision of continued access to it at times when needed;
- c) Systematic disposal/destruction of Company’s non-current records that have outlived their administrative usefulness.
- d) Identification of the Company’s records that are of continuing administrative and historical value to warrant their transfer to and preservation.

## **CLASSIFICATION OF RECORDS**

Based on the requirement and for the purpose of effective management, the period for which the records of the Company shall be maintained have been classified into two categories:

- I Documents whose preservation shall be permanent in nature;
- II Documents whose preservation shall be at least 8 years.

The classification of the documents has been made in the Annexure which forms part of this Policy. While prescribing different time period for preservation of records, the following aspects have been taken into account:

- (a) Compliance with statutory and regulatory requirements.
- (b) Satisfaction of the needs of SEBI/RBI/MCA inspectors to have access to certain records.
- (c) Satisfaction of the needs of internal and external auditors to have access to certain records.

The documents or records not covered by this Policy shall be maintained by the Company for the time period specified for their preservation under any statute or regulation by which they are governed.

## **PRESERVATION OF RECORDS**

The Company shall preserve all its documents as per the requirements and provisions of the Companies Act, 2013 and the rules made thereunder, the Secretarial Standards, the Listing Regulations and any other law, rules, regulations as may be applicable to the Company from time-to-time.

## **MODE OF MAINTENANCE**

The Company shall maintain these records either in physical or electronic mode. The applicable provisions of law, rules, and regulations with regard to electronic maintenance of records shall be adhered to. All the records shall be maintained as per the prescribed formats, if any, as amended from time-to-time under the various rules and regulations.

## **LOCATION OF RECORDS**

As mandated by the Companies Act, 2013 or under any other statute, certain records shall be located at the registered office of the Company. The records for which no specific place has been specified under any statute shall be maintained at any other place as may be approved by the Board, from time to time.

## **ACCESS AND AUTHENTICITY**

The preservation of the records of the Company is vital in order to ensure all current and future access to the records. Preservation is also concerned with ensuring the authenticity of records. The Board of Directors shall prepare a matrix for identifying persons who will be allowed to access different kind of records maintained & preserved by the Company. Since the records are

maintained at different levels and departments in the Company, therefore Functional Heads should be authorized to ensure the preservation and access to the Records under their jurisdiction.

#### RECORDRETENTIONSCHEDULE

The records referred to in Annexure A of this Policy shall be maintained permanently. The records referred in Annexure B shall be preserved for at least 8 years and thereafter as per the discretion of the Board records may be disposed of in the manner prescribed by it.

The Company shall maintain a register of preservation and disposal of records, either in physical or electronic form, wherein the brief particulars of the records preserved and/or removed from the location after the expiry of its preservation period shall be entered. The register of preservation and disposal of records shall contain the following columns:

- a) Item Number;
- b) Brief Particulars of the records preserved/ disposed of;
- c) Date of creation of the record;
- d) Date of removal from the register;
- e) Whether preserved permanently or not; and
- f) Mode of destruction

#### RECORDAPPRAISAL

The Company shall at regular intervals carry out the appraisal of the records, preserved as per this Policy. The purpose of the appraisal process is to ensure the records are examined at the appropriate time to determine whether they need to be retained for a longer period as they are still in use, or whether it should be destroyed. The appraisal of records shall be undertaken only after the approval of the Board of the Company.

#### EFFECTIVEDATEANDPOLICYENFORCEMENT

The above said Policy is approved by Board in its meeting held on August 8 2019 and shall be effective from the date of approval.

#### REVIEWOFTHEPOLICY

This Policy may be amended with the approval of Board as may be deemed necessary and in accordance with any regulatory amendments. In case of any inconsistency between the terms of the Policy and the Listing Regulations, the provisions of the Listing Regulations shall prevail. Any amendments to the Listing Regulations shall mutatis mutandis be deemed to have been incorporated in this Policy.

#### ANNEXURE – A

##### Indicative List

A) Records to be preserved permanently	
Sl. No.	Document/Record
1	Certificate of Incorporation/ Commencement of Business

2	Memorandum & Articles of Association
3	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013
4	License and Permissions
5	Register of Members along with Index
6	Foreign Register of Members, if any
7	Agreements made by the Company with Stock Exchanges, Depositories, etc.
8	Records relating to Court Cases / CBI Cases / Police Cases/ Civil Suits/ Labour Court Cases/ Arbitration Cases.
9	Files relating to premises for instance 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 preservation and disposal of records
13	Register of Power of attorneys, if any
14	Register of loans, guarantee, security and acquisition made by the company
15	Register of investments not held in its own name by the company, if any
16	Register of contracts with related party and contracts and Bodies etc. in which directors are interested
17	Register of Charges
18	Registers of Renewed and duplicate share certificates
19	Register of directors and KMP
20	Intellectual Property Documents shall include, but shall not be limited to Copyrights, Trademarks, Patents, and Industrial Designs. Intellectual Property Rights Documents that are owned by the Company shall be retained by the Company permanently.
21	Certificates obtained from various statutory authorities

#### ANNEXURE – B

Records to be preserved for minimum period of eight years

Item No.	Records
1.	Instrument creating charge or modification as per Companies Act, 2013
2.	Annual Returns as per Companies Act, 2013
3.	Register of Deposits as per Companies Act, 2013
4.	Annual financial statements including: - Annual accounts -Directors report -Auditors report
5.	Vouchers / Voucher register and books of accounts as defined under sub-section 13 of section 2 of the Companies Act, 2013
6.	Income Tax Returns filed under Income Tax Act, 1961
7.	All notices in form MBP – 1 received from Directors and KMPs along with any amendment thereto
8.	Return of declaration in respect of beneficial interest in any share as per

	Companies Act, 2013
9.	Copy of newspaper advertisement or publications
10.	All show cause notice or any other notice received from any statutory, government departments, Judicial or Quasi-judicial authority etc.
11.	Attendance Registers, Notices, Agenda, Notes on Agenda and other related papers of General Meetings, Board Meetings, and various Committee Meetings
12.	Changes to the Memorandum of Association and the Articles of Association, if any