

# DOCUMENTS PRESERVATION POLICY

Registered Office : B-2, 302, Marathon Innova, Ganpatrao Kadam Marg, Opp. Peninsula Corporate Park, Lower Parel (W), Mumbai - 400013  
Tel.: 6273 8000 / 6273 8001 Fax: 6273 8010

**CIN NO.: U99999MH1997PTC110659**

**Member : BSE, NSE, MSEI, MCX, NCDEX, ICEX SEBI Registration No. INZ000202536**  
**Exchange Registered Broker in BSE Currency Segment ,**  
**Exchange Registered Broker in BSE & NSE Commodity Segment**

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**POLICY FOR PRESERVATION OF DOCUMENTS**

**[Under Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

**1. Background**

Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) requires every company to formulate a policy for preservation of documents. The board of director of the Company at its meeting held on 21<sup>st</sup> September 2022 approved this policy for preservation of documents. The policy shall be effective from 21<sup>st</sup> September 2022.

**2. Purpose and Scope**

- 2.1 A Policy on preservation of Documents would ensure safe keeping of the records and safeguard the documents from getting manhandled, while at the same time avoiding superfluous inventory of Documents. The Company therefore formulate this policy in pursuance to Regulation 9 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015.
- 2.2 This policy is framed for the purpose of systematic identification, categorization, maintenance, review, retention and destruction of documents received or created in the course of business. The policy gives guidelines on how to identify documents that need to be maintained, how long certain documents should be retained, how and when those documents should be disposed off, if no longer needed and how the documents should be accessed and retrieved when they are needed.

**3. Definitions**

- “Board” means Board of Directors of the company or its Committee;
- “Company” means Nirmal Bang Securities Private Limited
- “Act” means the companies act 2013, rules framed there under and any amendments thereto;

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- “**Applicable law**” means any law, rules, circulars, guidelines or standards under which the preservation of the documents has been prescribed;
- “**Authorized Person**” means any person duly authorized by the Board;
- “**RBI**” means Reserve Bank of India;
- “**SEBI**” means The Securities and Exchange Board of India;
- “**Regulations**” means The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & amended from time to time;
- “**Stock Exchanges Means**” Bombay Stock Exchange (BSE);
- “**Key Managerial Personnel (KMP)**” means as per section 2(51) of the companies act 2013 in relation to a company, means—
  - (i) The Chief Executive Officer or the managing director or the manager;
  - (ii) The Company Secretary;
  - (iii) The whole-time director;
  - (iv) The Chief Financial Officer;
  - (v) Such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board; and
  - (vi) Such other officer as may be prescribed.
- “**Committee**” means Committee which is constituted by the authority of the Board;
- “**Documents**” means papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other records, 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;

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- **“Financial Statement”** means as per section 2(40) of the companies act 2013 in relation to a company, includes-
  - (i) A balance sheet as at the end of the financial year;
  - (ii) A profit and loss account, or in the case of a company carrying on any activity not for profit, an income and expenditure account for the financial year;
  - (iii) Cash Flow Statement for the financial year;
  - (iv) A statement of changes in equity, if applicable; and
  - (v) Any explanatory note annexed to, or forming part of, any document referred to in sub-clause (i) to sub-clause (iv);
- **“book and paper”** and **“book or paper”** means as per section 2(12) of the companies act 2013 include books of account, deeds, vouchers, writings, documents, minutes and registers maintained on paper or in electronic form;
- **“Electronic form”** means any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, 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;
- **“Electronic records”** means the electronic record as defined under section 2(1)(t) of Information Technology Act, 2000;
- **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.

Other terms used in the policy but not specifically defined here shall have the same assigned to them in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or the Securities and Exchange Board of India Act, 1992 or the Securities Contracts (Regulation) Act, 1956 or the Depositories Act, 1996 or the Companies Act, 2013 or Reserve Bank of India Act, 1934 and the rules and regulations and thereunder, as the case may be or in any amendment thereto or any other as may be applicable.

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#### 4. Preservation of Documents

The company shall preserve and maintain its all documents in physical or electronic mode, as per the requirements and provisions of the Companies Act, 2013, the Secretarial Standards, Securities and Exchange Board of India Act, 1992, Depositories Act, 1996, Listing Regulations, various tax related and employment related laws and other laws, rules or regulations as may be applicable to the company. For the purpose of preservation, documents are classified under three categories:

A. Documents which are required to be preserved Permanently (**Schedule A**) Subject to the modification, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modification, amendments, additions, deletions in the documents shall also be preserved permanently by the company.

B. Documents which are required to be preserved for at least 8 years after completion of the relevant transaction (**Schedule B**) Subject to the modification, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modification, amendments, additions, deletions in the documents shall also be preserved for a term not less than 8 years by the company.

C. Documents with preservation period other than those mentioned in Schedule A and Schedule B shall be preserved in accordance with the provisions of applicable laws, rules, regulation etc. or as determined by the respective head of the department in writing. (**Schedule C**)

#### 5. Custody of Documents

The documents shall be kept in the custody of respective head of the department responsible for creation and maintenance of such documents. Place of keeping the Documents shall be as per the applicable provisions of laws, rules or regulations under which they are created.

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## 6. Destruction of Documents

After the expiry of statutory retention period, the preserved documents, if no longer required, may be destroyed. Documents which are duplicate, unimportant or irrelevant and are not required to be preserved under any provision of law may be destroyed as a normal routine administrative action as per the decision of the respective head of the department.

## 7. Monitoring, Review and Amendment

The head of respective departments shall ensure preservation of documents in accordance with the applicable laws, rules, regulations etc. The policy shall be reviewed annually and as and when required to ensure that it meets the objectives of the statutory provisions and remain effective. Any amendments to the policy which are deemed necessary on its review shall be placed before the board for its approval. However, in case of conflict between the provisions of the policy and statutory provisions, the later shall prevail over the former. Any subsequent modification or amendment to the statutory provisions shall automatically apply to the policy.

## 8. Statutory Requirements

If as per any other law of land including Information Technology Act, a physical or electronic record should be preserved for a longer period than what has been stipulated this policy, then the document shall be preserved as per the applicable statutory stipulations.

## 9. Conversion of the form in which the Documents Are Preserved

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.

Handwritten signature/initials.



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**Schedule A**

**Records to be preserved permanently**

❖ **Under Companies Act, 2013**

- Certificate of Incorporation and subsequent changes thereto;
- Certificate of Commencement of business
- The Memorandum and Articles of association of the company;
- Books and documents relating to the issue of shares/debentures including the blank forms of shares/security certificates;
- Agreement made by the Company with Stock Exchange, Depositories and RTA etc.
- Interim/Annual Financial Statements and Audit report;
- General Ledgers;
- Minutes Book of General Meeting, Board and Committee Meetings;
- Following register maintained by the company
  - i. Register of Members;
  - ii. Register of transfer, transmission of securities;
  - iii. Register of Directors and Key Managerial Personnel
  - iv. Register of Directors Shareholding;
  - v. Register of contracts;
  - vi. Register of Charges;
  - vii. Register of Investment;
  - viii. The Foreign register of Members, if any;
- Common Seal of the company; if applicable
- Policies of the Company framed under various regulations
- Any other documents as may be required to maintain permanently in terms of the act, maintained and preserved from time to time;

❖ **Under RBI Act, Circulars and Master Directions issued by RBI**

- RBI returns, acknowledgements and communications;
- Records pertaining to Inspection and Reply letters;

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❖ **Under Income Tax Act, 1961**

- Permanent Account Number (PAN);
- The Tax Deduction and Collection Account Number (TAN);
- Tax exemption documents and communication;
- IT ruling

❖ **Under Goods and Service Tax (GST) Act 2017**

- Registration Certificate

❖ **Others**

- Property records including purchase and sale deeds etc;
- Licences, copyrights, patents & trademarks records;
- Register of Disposal of Record;
- Certificates obtained from various statutory authorities;
- Personal files of all live employees;
- Retirement and pension records;
- Order issued by Court/Statutory Bodies;
- Case file of all legal actions against company and any director of the company;
- Any other record as may be required from time to time.

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**Schedule B**

**List of documents to be preserved for at least 8 years**

❖ **Under Companies Act, 2013**

- All Resolutions including resolution by circulation passed by the company;
- Instrument creating a charge or modification thereon from the date of satisfaction of charge;
- Register of Debenture Holders or any other security holders from the date of redemption of debentures or securities;
- Annual Returns;
- Register of deposit, if any;
- Annual Report;
- MBP-1;
- Return of Declaration in respect of Beneficial Interest;
- Copy of Newspaper publications/advertisement;
- Forms and Returns filed with ROC
- Copies of all annual returns prepared under section 92 of the act and all certificates and documents required to be annexed thereto
- Attendance register of Board and Committee meetings;
- Notice pertaining to disclosure of Interests by the directors;
- Notice and Agenda of Board & Committee meetings;
- Engagement Letter from Auditors;
- Corporate filings with Ministry of Corporate Affairs and other regulators;
- Scrutinizer's report, and related papers, if any;
- Any other documents as may be required to maintain in terms of the act, maintained and preserved from time to time;

❖ **Under Income Tax Act, 1961**

- Income Tax return and acknowledgments;
- Documents, challan and other details/correspondence related to Income Tax;
- Records pertaining to tax assessment, appeals, penalties, tax deducted at source (TDS), challan for payments,

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❖ Under Goods and Service Tax Act 2017

- GST return and acknowledgments;
- Documents, challan and other details/correspondence related to GST;
- Accounts, Books and records etc.

❖ Agreements and Statutory approvals

- Licenses & Statutory Approvals;
- Material Agreements/Contracts;
- Loan Agreements and other documents.

❖ Others

- Property records including purchase and sale deeds etc;
- Forms and Returns filed with RBI/SEBI or any other statutory authority;
- Books of Accounts, Bank Statements and vouchers;
- Correspondence and Internal Memoranda/Memo;
- Sponsorship Projects Records;
- Any other record as may be decided by the Managing Director/Whole-Time Director/Company Secretary of the Company from time to time.

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**Schedule C**

**List of documents with preservation period other than those mentioned in Schedule A and Schedule B**

**i. Audio-Video tape recordings or other electronics mechanism in connection with attendance of directors at Board/Committee meetings of the company through video conferencing facility**

To be preserved at least till the completion of audit for that particular year in accordance with rule 3(1)(d) of the companies (Meetings of Board) Rules, 2014

Thereafter these can be destroyed with the approval of the Board/Managing Director/Whole-Time Director/Company Secretary of the Company.

**ii. Copies of Returns, Documents and Intimations regarding events disclosed to Stock Exchanges under SEBI (LODR), 2015**

The Disclosures made to the stock exchanges may be hosted on the website of the company for the minimum period of 1 year and thereafter the physical copies may be destroyed with the approval of the Board/Managing Director/Whole-Time Director/Company Secretary of the Company after completing the period of 8 years from the date of their execution.

**iii. Others**

- Tender Documents;
- Lease Deeds and Contracts;
- Insurance Policies of the company;
- Insurance Claim records;
- All e-mail correspondence, internal & external;
- Proof of sending Notice of the meetings of the Board / Committee and General meetings and its delivery;
- Proof of sending Agenda and Notes on Agenda and their delivery;
- Proof of sending and delivery of the draft of the Resolution;
- Protected disclosures as mentioned in Vigil Mechanism Policy;
- Employee personal Record as per company's HR Policy;
- Payroll Registers as per company's HR Policy;



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- Attendance records, application form, job or promotion records, performance evaluation, termination papers, enquiry related papers as per company's HR Policy;
- Payroll Records, Employee deduction authorizations, attendance records, employee medical records, leave records, Pension and retrial related Records, etc. as per company's HR Policy;
- Strategic Plans;
  - Any other record as may be decided by the Managing Director/Whole-Time Director/Company Secretary of the Company from time to time.

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