



## **Mangalam Cement Policy on preservation of Documents**

### **1. Preamble and Need for the Policy**

The Securities Exchange Board of India on 2<sup>nd</sup> September, 2015 came out with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which has replaced the existing Listing Agreement with Stock Exchanges. Regulation 9 of the said Listing Regulations requires Listed Companies to frame a Policy for preservation of documents, required under Companies Act, 2013 approved by its Board of Directors for (i) documents whose preservation shall be permanent in nature and (ii) documents with preservation period of not less than eight years after completion of the relevant transaction.

### **2. Preservation of Documents**

#### **(A) Documents required to be preserved permanently**

Following documents of the Company shall be preserved permanently:

<b>Section/Rules of Companies Act, 2013/Secretarial Standards</b>	<b>Documents</b>
Section 7(4) of the Companies Act, 2013	Documents relating to incorporation viz. Certificate of Incorporation, Certificate of Commencement of Business, Memorandum and Articles of Association of the Company
Rule 15 of Companies Management and Administration Rules, 2014	Register of Members
Rule 10 (4) of Companies Registration of Charges Rules, 2014	Register of Charges
Rule 25 of Companies Management and Administration Rules, 2014	Minutes Book of General and Board / Committee Meetings
Rule 6 of Companies Share Capital and Debentures Rules, 2014	Register of Renewed and Duplicate Shares
Rule 12 of the Companies Meeting of the Board and its Power Rules 2014	Register of Loans, Investments and Guarantees
Rule 14 of the Companies Meeting of the Board and its Power Rules 2014	Register of Investment made by a company not held in its own name
Section 189(1) of the Companies Act, 2013/Section 301(1) of the Companies Act, 1956	Register of Contracts or Arrangement in which directors are interested
Section 170(1) of Companies Act, 2013/Section 303(1) of the Companies Act, 1956	Register of Directors and KMPs
Any other documents, which are requires to be preserved permanently under the Companies Act, 2013 (including Rules and Notifications) for the time being in force as amended from time to time.	



**(B) Documents to be preserved for a period of not less than 8 years after completion of relevant transaction**

Following documents may be preserved as per period mentioned thereagainst:

Documents	Preservation period
Tape recording(s) or other electronic recording (Rule 3 of the Companies (Meetings of Board and its Powers) Rules, 2014)	Till the completion of the audit of that particular year
Register of debenture holders	8 years from the date of redemption of Debentures
Copies of all Annual Returns prepared under Section 92 of the Companies Act, 2013/Section 159/160 of the Companies Act, 1956)	8 Years from date of filing with the Registrar
Register of deposits (Rule 14 of the Companies Acceptance of Deposits Rules, 2014)	8 years from the financial year in which the latest entry is made in the Register
Instrument creating a charge or modification (Rule 10 of the Companies Registration of Charges Rules, 2014)	8 years from date of satisfaction of charge
Books of Accounts (Section 128(5))	8 Financial years from immediately preceding financial year
Board and Committee meeting Attendance Register (Secretarial Standard – 1)	8 Financial Years <i>from the date of last entry made therein</i>
Office copies of Notices, Agenda and other related papers pertaining to Board Meeting (Secretarial Standard – 1)	As long as they remain current or for 8 financial years whichever is later
<i>Proof of sending Notice / Agenda and Notes on Agenda / draft of the Circular Resolution / draft minutes / signed Minutes and their delivery (Secretarial Standard – 1)</i>	<i>3 years from the date of the Meeting</i>

Documents	Preservation period
Office copies of Notices, Scrutinizer's Report and other related papers pertaining to General Meetings (Secretarial Standard – 2)	As long as they remain current or for 8 financial years whichever is later
<i>Proof of sending Notices and keeping record of electronic communication sent to Members (Secretarial Standard – 2)</i>	<i>3 years from the date of the Meeting</i>
Any other documents, which are requires to be preserved for 8 years or more under the Companies Act, 2013 (including Rules and Notifications) for the time being in force as amended from time to time.	



### **3. Modes of preservation of documents**

- (a) The Documents may be preserved in Physical form or Electronic Form.
- (b) The preservation of Documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.
- (c) The preserved Documents must be accessible at all reasonable times. Access may be controlled by Authorised Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

### **4. Mode of destruction of the Documents**

- (a) Documents preserved for a period of not less than 8 year after the completion of relevant transactions may be destroyed after the relevant period of 8 years, by the Authorised Person in whose custody the Documents are stored.
- (b) A Register of the documents disposed/destroyed shall also be maintained. It shall contain the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction.
- (c) The entries in the register shall be authenticated by the Authorised Person.

### **5. Custody of the Documents and Authorization**

Subject to the Applicable Law, the custody of the Documents shall be with the Authorised Person, Where the Authorised Person tenders resignation or is transferred from one location of the Company to another, such Person shall hand over all the relevant Documents, lock and key, access control or password, or Company Disc, other storage devices or such other Documents and devices in his possession under the Policy to his/her superior.

“Authorised Person” mean Company Secretary in respect of maintenance of Secretarial Records and Accounts Head in respect of maintenance of Accounting Records.

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