

**POLICY ON PRESERVATION OF DOCUMENTS
OF DOCUMENTS**

(Effective from 1st December, 2015)

UNIMODE OVERSEAS LIMITED

CIN: L51909DL1992PLC048444

POLICY ON PRESERVATION OF DOCUMENTS

1. PREAMBLE

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“Regulations”] requires every listed company to have a policy on Preservation of Documents / records maintained by the Company either in Physical Mode or Electronic Mode.

2. SCOPE

This policy shall govern the maintenance and preservation of documents as per applicable statutory and regulatory requirements.

3. OBJECTIVE OF THE POLICY

The main objective of this policy is to ensure that all the statutory documents are preserved in compliance with the Regulations and as per policy framed in compliance with the Regulations and to ensure that the records no longer needed or are of no value are discarded after following the due process for discarding the same.

The major objectives of the policy are:

- Identification of statutory registers and other records of the Company which are required to be preserved.
- Identification and categorization of the statutory registers and other records to be maintained either for eight years or permanently.
- Decide whether the statutory records and documents are to be preserved in physical form or in electronic form.
- After completion of 8 years, for the statutory documents which are to be preserved for 8 years only may be disposed of as per guidelines of the policy or as decided by the Board of Directors at that time.
- Aiding employees of the Company in understanding their obligations in retaining and preserving the documents and records.

4. DEFINITIONS

“Act” means the Companies Act, 2013, Rules framed thereunder and any amendments thereto;

“Regulations” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto;

“Company”, “This Company”, “The Company”, “Company”, “Company” wherever occur in the policy shall mean “Unimode Overseas Limited”.

“Current” means running matter or whatever is at present in course of passage.

“Board of Director” or “Board”, means the collective body of the Directors of the Company;

“Policy” or “This Policy” means, “Policy on preservation of Documents.”

“Register” means a register maintained under the Companies Act, 2013 or the SEBI Act.

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

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

“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.

“Retention Schedule” means the guidance note on the governance of retention and disposition of records on a continuance basis.

5. INTERPRETATION

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

6. GUIDELINES

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provides that the 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-

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

Accordingly, the Company has classified the preservation of documents to be done in the following manner:

- a. Documents that needs to be preserved and retained permanently;
- b. Documents to be retained during active employment.
- c. Documents to be retained for not less than eight years from the date of termination of employment.
- d. Documents with preservation period of not less than eight years after completion of the relevant transactions.
- e. Documents with preservation period of not less than eight years from the date the complaint is resolved.
- f. Documents with preservation of not less than eight years from the date of filing with the Registrar.
- g. Documents with preservation of not less than eight years from lapse of the Policy/Settlement of claim.
- h. Documents with preservation of not less than eight years from termination of Contract/ Agreement/ Completion of Purchase.
- i. Documents with preservation of not less than eight years from the Financial Year in which the latest entry is made.
- j. Documents with preservation of not less than eight years following the relevant Financial Year.
- k. Documents whose records maintained under various other laws in force from time to time would be acceptable.

The Minimum Retention Requirement of the documents and the time-framed of their preservation is provided in the Retention Schedule which is disclosed by way of **Annexure-A**.

7. MODES OF PRESERVATION

The Documents may be preserved in

- a. Physical form; or
- b. Electronic form.

The official of the Company who is required to preserve the document shall be Authorised Person who is generally expected to observe the compliance of statutory requirements as per applicable law.

The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the contents, authenticity, utility or accessibility of the documents.

The preserved documents must be accessible at all reasonable times. Access may be controlled by the concerned Authorized Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

- **Destruction of documents**

The documents of the Company which are no longer required as per the time schedule prescribed in the **Annexure-A** may be destroyed. The concerned officer may direct employees in charge from time to time to destroy the documents which are no longer required as per the documents Preservation Schedule given under **Annexure-A**. The details of the documents destroyed by the Company shall be recorded in the Register for Disposal of Records to kept by employees who are disposing of the documents in the in the format prescribed at **Annexure-B**. The entries in the register shall be authenticated by the Authorized Person.

8. POLICY REVIEW

This policy shall be reviewed from time to time so that the policy remains complaints with applicable legal requirements. The Company Secretary will keep the policy updated as per applicable statutory guidelines.

9. AMENDMENT

The Board shall have the power to amend any of the provisions of this Policy, substitutes any of the provisions with a new provision or replace this policy entirely with a new Policy according to subsequent modification(s)/amendment(s) to Regulation.

ANNEXURE-A

Retention Schedule

Sl No.	Record Category	Record Type	Minimum Retention Requirement
1.	Board Meeting & Committee Meeting records	<ol style="list-style-type: none">1. Agenda2. Internal Audit Reports3. Board Resolutions4. Committee Resolutions5. Board Minutes6. Committee Minutes7. Adopted Policies/ Codes etc.8. Attendance Registers9. Disclosure of Interest10. Other Miscellaneous reports/ records	Permanent
2.	General Meetings Records	<ol style="list-style-type: none">1. Register & Index of Members2. Minutes3. Attendance Register	Permanent
3.	Other Secretarial Records	<ol style="list-style-type: none">1. Incorporation/ Conversion/ Business commencement certificates.2. Memorandum of Association & Articles of Association.3. Common Seal4. Annual Reports.5. Various Statutory Registers pursuant to the Companies Act, 1956 and/or Companies Act, 2013.6. Share transfer, transmission etc. correspondences with the Registrar & Share Transfer /agent.7. Correspondences with Statutory bodies.	Permanent
		<ol style="list-style-type: none">1. Non-statutory Registers under the Companies Act, 1956 and/or Companies Act, 2013.	8 years from the Financial Year in which the latest entry is made.
		<ol style="list-style-type: none">1. Correspondences with the shareholders.	8 years from the date the complaint is resolved.
		<ol style="list-style-type: none">1. Copies of all annual returns alongwith Certificates & documents required to be annexed thereto.	8 years from the date of filing with the Registrar.
4.	Insurance records	<ol style="list-style-type: none">1. Insurance Policy Execution and/ Renewal Certificate	8 years from the lapse of the Policy/

		2. Insurance Claims under various policies	settlement of claim.
5.	Contracts/ Agreements/ Purchased Orders/	1. Renewal 2. Modification 3. Termination of: Contracts/ Agreements/ Purchase Order	8 years from the termination of Contract/ Agreement/Completion of purchase.
6.	SEBI & Stock Exchange Records	1. Correspondences with Statutory bodies. 2. Quarterly/ Annual/ Non - Quarterly/ others compliances submitted from time to time. 3. Listing Agreement 4. Disclosure in Newspapers	Permanent
7.	RBI Records	1. License Certificate/ Renewal Certificate 2. Statutory Returns/ Report etc. submitted from time to time.	Permanent
		1. Concurrent Audit Reports. 2. Correspondence with Statutory bodies. 3. Auditors Report 4. Disclosure in Newspapers	8 Financial Years following the relevant Financial Year.
		1. Client Records & transactions pursuant to the `Know Your Customer` (KYC) Guidelines- Anti Money Laundering Standards (AML) - Prevention of Money Laundering Act, 2002. 2. Records pertaining to the identification of the customers and their address (e.g. copies of documents like passports, Identity cards, driving licenses, PAN card, utility bills, etc.) obtained while opening the account and during the course of business relationship. 3. Records pertaining to complex, unusual large transactions and all unusual patterns of transactions which have no apparent economic or visible lawful purpose.	8 years after completion of the relevant transaction.
		1. Register of Deposits for each Branch. 2. Consolidated Register of Deposits.	8 Calendar years following the financial year in which the latest entry

			is made of the repayment or renewal of any deposit of which particulars are contained in the Register.
8.	Misc. Licenses obtained from the Statutory Authorities	-	Permanent
9.	Property Records	1. Agreements/Contracts 2. Documents relating to acquisition and sale of Real Property.	Permanent
10.	Legal	Correspondence with Courts/ Other Statutory Bodies regarding any petition/ Case/ Suits etc.	Permanent
11.	All confidential Agreements of Non-Disclosure nature.	-	Permanent
12.	Personnel Records	1. Official Personnel Files of Active Employees	To be retain during active employment.
		1. Official Personnel Files of inactive Employees	8 years from the date of termination of employment.
13.	Labour Law records	1. Registration/ Renewal Certificate under various Acts relating to Labour laws. 2. Maintenance of various Registers under the various acts in force read with the Rules made thereunder, relating to Labour laws.	Permanent
14.	Finance	1. Audited Financial Statements 2. Auditors Report	Permanent
		1. Books of Accounts and Vouchers	8 Financial Years following the relevant Financial Years.
15.	Taxation	1. Registration/ Amendment Certificate under various relevant provisions in force. 2. Correspondences with the statutory bodies.	Permanent
		1. Preservation of Specific Books of Accounts	8 Financial Years following the relevant

			Financial Year
		1. Records pertaining to various other laws in force.	Records maintained under various other laws in force from time to time would be acceptable.

ANNEXURE-B

Specimen format of the register of documents disposed off / destroyed

Particulars Of Document Alongwith Provision Of Law	Date And Mode Of Destruction	Initials Of The Authorised Person