



VECTUS INDUSTRIES LIMITED

Policy for Preservation of Documents



1. Preface

The Board of Directors (the “**Board**”) of Vectus Industries Limited (the “**Company**”) has adopted the Documents Preservation Policy (the “**Policy**”). This Policy has been formulated in accordance with Regulation 9 and 30(8) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended, read with the circulars issued by the Securities and Exchange Board of India in this regard (the “**Listing Regulations**”).

2. Purpose of the Policy

The purpose of this Policy is to ensure that all the necessary documents and records of the Company are adequately protected and preserved for the period prescribed under the Listing Regulations. The Policy will help the employees of the Company in understanding their obligations in retaining and preserving the documents which are required to be maintained as per the applicable statutory and regulatory requirements.

3. Type of Documents and Time Period for Preservation

The company shall maintain and preserve documents as specified hereunder:

Category (A): The documents of permanent nature (listed in **Annexure 1**) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, addition, deletion or any changes made therein from time to time.

Provided that all such modifications, amendments, addition or deletion in the documents shall also be preserved permanently by the Company.

Category (B): The documents of the Company to be maintained and preserved for specified time period after completion of the relevant transactions (listed in **Annexure 2**) shall be preserved by the Company for the term not less than eight years after completion of the relevant transactions subject to the modifications, amendments, addition, deletion or any changes made therein from time to time.

Provided that all such modifications, amendments, addition or deletion in the documents shall also be preserved for a term not less than eight years. For the purpose of this policy, documents may include: (i) books and papers; (ii) books of accounts; (iii) documents; (iv) register of company as defined in the Companies Act, 2013.

Further, the Company as it may deem fit and possible maintain above mentioned documents in electronic form to the extent possible from time to time.



4. **Amendment**

Any change in the Policy shall be approved by the Board. The Board 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, and the decision of the Board in this respect shall be final and binding. However, all such amendments are subject to applicable laws, rules and regulations to the Company from time to time. In the event there is any inconsistency of the provisions of this Policy with the provisions of the Listing Regulations, the later shall prevail. Any change in the governing laws affecting the change in period of preservation of documents shall prevail over this Policy.

5. **Custody of Documents**

All employees, the grade of manager and above shall be responsible for the custody of the documents handled by them and their reportees and should ensure compliance with this Policy.

6. **Procedure for Disposal of Documents**

Documents given under **Annexure 2** may be destroyed after completion of the preservation period. The Compliance Officer (the “**Administrator**”) may direct the employees who are in charge, from time to time, to destroy the documents which are no longer required. A register of the documents disposed off/ destroyed shall be maintained. It shall state the brief particulars of the documents destroyed, date of disposal/ destruction and the mode of destruction. The entries in the register shall be authenticated by a person authorized by the Company. The format of the register has to be in accordance with **Annexure 4**.

7. **Suspension of Disposal of Documents In The Event of Litigation or Claims**

In the event that the Company is served with a notice for providing documents from a statutory authority or any litigation proceedings are commenced by or against the Company, the disposal of documents which are the subject matter of such notice/ litigation shall be suspended until the matter is settled, resolved or disposed off. The Administrator shall immediately inform all the employees of the Company about such suspension of disposal of documents.

8. **Communication**

A copy of this Policy duly approved shall be placed before the Board and circulated among all the directors and employees of the Company. This Policy, as amended from time to time, shall be made available on the website of the Company.

Annexure I:

Documents whose preservation shall be permanent in nature:

Item No.	Records/ Documents
1.	Certificate of incorporation
2.	Certificate for commencement of business
3.	Memorandum and Articles of Association
4.	Agreements made by the Company with stock exchanges, depositories, etc.
5.	Minute books of general meetings, board and committee meetings as per Companies Act, 2013
6.	Register and index of members, debenture-holders, if any or other security holders, if any
7.	Register of contracts as per Companies Act, 2013
8.	Register of charges as per Companies Act, 2013
9.	Register of inter corporate loans and investments as per the Companies Act, 2013
10.	Register of directors and key managerial personnel and its share Holding
11.	Register of disposal of records
12.	Register of documents executed under common seal of the Company
13.	Registers of investments in securities not held in the name of the Company
14.	Register of transfer/ transmission of shares and issued of duplicate share certificates
15.	Such other records as may be required under any law from time to Time

Annexure 2:

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

Item No.	Records/ Documents
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.	Vouchers / voucher register and books of accounts as defined under sub-section 13 of section 2 of 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.	Copy of newspaper advertisement or publications
11.	Records relating to court cases / CBI cases / police cases/ civil suits/ labour court cases/ arbitration cases.
12.	Compliance reports received from any statutory authority
13.	Correspondences made with any statutory authority
14.	Register of power of attorneys, if any
15.	Forms and returns filed with RBI/MCA or with any other statutory Authority

Annexure 3:

<u>Sr. No</u>	<u>Requirements</u>	<u>Record Type</u>	<u>Period</u>
1	Section 209 of the Companies Act, 1956 Chapter IX Accounts of Companies 128 (5) of the Companies Act, 2013	Books of accounts	Minimum 8 Years
		<ul style="list-style-type: none"> ▪ All sales and purchases of goods by the company 	
		<ul style="list-style-type: none"> ▪ All sums of money received and expended by the company and the matters in respect of which these have taken place 	
		<ul style="list-style-type: none"> ▪ The assets and liabilities of the company 	
		<ul style="list-style-type: none"> ▪ The books of accounts together with the vouchers, invoices and other connected documents or records shall be preserved in good order: Provided that where an investigation has been ordered in respect of the company under Chapter XIV, the Central Government may direct that the books of account may be kept for such longer period as it may deem fit. 	
2	The Information Technology Act 2000	Audit trails and verification (7) computer records of applications transactions and significant events must be retained for a minimum period of two years or longer depending on specific record retention requirements.	Minimum 2 years

3	Legal proceedings under various Acts, as per Indian Laws, including, but not limited to consumer protection Act, 1986 , Arbitration and Conciliation Act, 1996, Civil Procedure Code 1908, etc.	20. Preservation of records (1) In the case of complaint, the record containing main files with original order sheet shall be preserved for a period five years. (2) In the case of records of first appeal and revision petitions, it shall be preserved for three years from the date of disposal of the appeal or revision as the case may be.	5 years
4	Information disclosed to Stock Exchanges	The information disclosed to stock exchanges shall be preserved for 8 Years	8 Years

Annexure 4:

Name of the Department	Particulars of the document along with provisions of the applicable law, if any	Original Date of the document	Date and mode of destruction	Initials of the Authorised Person

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