

PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY

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➤ **INTRODUCTION:**

The Securities and Exchange Board of India (“SEBI”), vide its Notification dated September 2, 2015, issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). The Listing Regulations come into force from December 1, 2015. The Listing Regulations mandate the listed entities to formulate the Policy for preservation and archiving of documents (“Preservation of Documents and Archival Policy”). The Company therefore formulates this Policy, in pursuance to Regulation 9 of the Listing Regulations which would ensure safe-keeping of the records and aid in handling the documents effectively.

➤ **DEFINITIONS:**

“**ACT**” means the Companies Act, 2013

“**REGULATIONS**” means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI (Substantial Acquisition of Share and Takeover) Regulations, 2011 and all other applicable rules, regulations, circulars and guidelines of the SEBI.

“**BOARD**” means the Board of Directors of Camlin Fine Sciences Limited as constituted from time to time.

“**COMPANY**” means Camlin Fine Sciences Limited.

“**APPLICABLE LAWS**” means any laws rules, regulations or standards as issued by Securities Exchange board of India (SEBI), Ministry of Corporate Affairs (MCA), and Institute of the Company Secretaries of India (ICSI) under which the preservation of documents has been prescribed.

“**POLICY**” means Preservation of Documents and Archival Policy.

“**DOCUMENTS**” means and refers to all the papers, notes, agreements, notices, advertisements, requisitions, orders, forms, registers, minutes, indices or any other record required under any applicable law, whether issued, sent, received or kept in pursuance of the Act or any other law for the time being in force, maintained in physical or electronic form.

“**CURRENT DOCUMENTS**” means any document that still has ongoing relevance with reference to any ongoing litigation, proceedings, complaints, disputes, contract etc.

“**ELECTRONIC FORM**” means any electronic device such as computer, laptop, compact disc, floppy disc or any other form of storage or retrieval device whether the same is in possession of the Company or otherwise, the Company has control over access to it.

“**MAINTENANCE**” means keeping documents in Physical or Electronic Form.

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

➤ **POLICY:**

The Listing Regulations require the Board of Directors of the Company to frame the Policy for preservation of documents classifying them into two categories:

1. Documents whose preservation shall be permanent
2. Documents to be preserved for not less than 8 years

This Policy shall be applicable to all the Disclosures made under Regulation 30 of the Listing Regulations.

The documents that are required to be maintained under this Policy are preserved considering their importance, usefulness and information. The Company recognizes that documents whether in physical or electronic mode forms an integral part of the Company’s records and hence the preservation of such documents is important in order to ensure immediate access, retrieval and authentication. Therefore, Company expects all its employees to comply with this Policy which is subject to review from time to time.

➤ **CLASSIFICATION:**

The preservation of documents shall be done in the following manner:

1. Where there is a period for which the Document is required to be preserved as per the applicable law, for the period required by that applicable law.
2. Where there is no such requirement as per Applicable law, then for such period as the document pertains to a matter which is ‘Current’.
3. In case of any other document for such period, as the Board or the person authorized by the Board to handle or deal with the document takes a considered view about its relevance.
4. In any other case, documents which are submitted to the Stock Exchange as per Regulations shall be hosted on the website of the Company for a minimum period of 5 (five) years and thereafter for a period of 3 (three) years

➤ **DOCUMENTS/ RECORDS TO BE PRESERVED:**

Following are the list of Documents/Records/Disclosures to be preserved by the Company as per Act, Regulations and Applicable Laws.

Documents to be preserved Permanently:	
Companies Act, 2013	Memorandum and Articles of Association of the Company
	Maintenance of documents filed in electronic form relating to incorporation, and matters incidental thereto.
	Register of Loans, Guarantees, Security and investment
	Register of Investments held by the Company but not in its own name
	Register of Contracts with related party

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	Register of Contracts in which directors are interested
	Register of Charges and instruments creating charges
	Register of Members
	Foreign Register for Members
	Minutes of General Meetings
	Minutes of Board Meeting and Committee Meetings
	Register of Renewed and Duplicate Share Certificates
	Share certificate forms and related books and documents including the blank forms of share certificates
	Register of Directors and Key Managerial Personnel and their shareholding.
	Preservation of books and papers of amalgamated companies

Documents to be preserved for a period not less than 8 years:	
Companies Act, 2013	Books of Accounts including vouchers etc.
	Disclosures/Notices by Director of any interest
	Instrument creating or modification of a charge
	Register of Debenture holders and other security holders along with index
	Annual Return and copies of certificates and documents annexed thereto
	Foreign Register for Debenture holders
	Register of Deposits
Secretarial Standard - 2	Office Copies of Notices and Scrutinizers Report

Documents/ Records of Disclosures preserved for a period of 5 years and thereafter three years as per Policy:	
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Statement of Grievance Redressal Mechanism [Reg. 13(3)]
	Corporate Governance Report [Reg. 27(2)(a)]
	Shareholding Pattern [Reg. 31(1)(b)]
	Statement of deviation or variation [Reg. 32(1)]
	Quarterly and year to date Standalone Financial Results [Reg. 33(3)(a)]
	Compliance Certificate related to Share Transfer [Reg. 7(3)]
	Compliance Certificate w.r.t transfer or transmission of securities [Reg. 40(9)]
	Payment of Listing Fees and other Charges [Reg. 14]
	Audited Annual Financial Results [Reg. 33 (3)(d)]
	Annual Report [Reg. 34(1)]
	Intimation of appointment of share transfer agent [Reg. 7(5)]
	In-principle approval of Stock Exchanges [Reg. 28(1)]
	Intimations of Board Meeting for Financial Results and for other purposes as specified in regulation 29
	Disclosure of price sensitive information [Reg. 30(6)]
	Shareholding Pattern prior to listing of Securities and in case

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	of capital restructuring [Reg. 31(1)(a)]
	Scheme of Arrangement [Reg. 37(2)]
	Intimation regarding fixing of Record date or Date of closure of transfer books [Reg. 42(2)]
	Voting by Shareholders [Reg. 44(3)]
	Change in name of the listed entity [Reg. 45(3)]
SEBI (Prohibition of Insider Trading) Regulations, 2015	Disclosure of trading by Insiders in prescribed form [Reg. 6(4)]
	Initial disclosures given by promoters, key managerial personnel and directors in prescribed form [Reg. 7(1)(a) read with Reg. 6(4)]
	Initial disclosures given by person on his appointment as key managerial personnel or director in prescribed form [Reg. 7(1)(b) read with Reg. 6(4)]
	Continual disclosures given by promoter, key managerial personnel, employee and director in prescribed form within two days of their acquisition or disposal of shares crossing the threshold limit of Rs. 10 lacs [Reg. 7(2)(a) read with Reg. 6(4)]
	Disclosure made by company to the stock exchange on receipt of information above [Reg. 7(2)(b) read with Reg. 6(4)]
SEBI (Substantial Acquisition of Share and Takeover) Regulations, 2011	Disclosure of acquisition and disposal [Reg. 29(3)]
	Continual disclosures [Reg. 30(3)]
	Disclosure of encumbered shares [Reg. 31(3)]

The Maintenance of documents, records of disclosures made of various events or information under Regulations shall be maintained for a period of 5 (five) years and thereafter for a period of 3 (three) years.

➤ **MODES OF PRESERVATION AND CUSTODY OF DOCUMENTS:**

The Documents must be preserved in:

1. Physical Form
2. Electronic Form

The officer required to preserve the Document shall be the person authorized by the Board who shall be generally expected to observe the Compliance of requirements of Applicable laws.

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

The preserved Documents must be accessible at all reasonable times and controlled by the Authorized Person so as to ensure the unauthorized access.

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For preserving the Documents in electronic form adequate steps should be taken to maintain the records in scanned form and be kept with adequate indexation. The documents should be kept at the Registered Office of the Company under the supervision of the Authorized Person.

For preserving the Documents for longer period, exposure to the physical dangers of actual loss or damage through excessive handling should be minimized.

➤ **AUTHORITY FOR APPROVAL AND MAKING ALTERATION IN THE POLICY:**

The Board shall have the authority for the approval of the Policy in pursuance of the Listing Regulations and for making alterations in the Policy subject to the condition that such alterations shall be in consonance with the Applicable Laws, Act and Regulations.

➤ **DESTRUCTION OF RECORDS/DOCUMENTS:**

The destruction of Documents applies to both Physical and Electronic Documents.

The Temporary Documents may be destroyed after the relevant or prescribed period, by the Authorized person in whose custody the Documents are stored.

➤ **SCOPE AND LIMITATION:**

In the event of any conflict between the provisions of this Policy and the Listing Regulations / Act or any other statutory enactments, rules, the provisions of such Listing Regulations / Act or statutory enactments, rules shall prevail over this Policy.

➤ **DISSEMINATION OF POLICY:**

This policy shall be hosted on the intra-net and website of the Company and a web link thereto shall be provided in the annual report of the Company

➤ **AMENDMENT:**

Any subsequent amendment/modification in the Listing Regulations and/or other Applicable Laws in this regard shall automatically apply to this Policy.

The Board of Directors shall periodically review the Policy keeping in view the amendment taken place in various laws applicable to the Company and accordingly update this Policy.
