

IRCON INTERNATIONAL LIMITED

POLICY ON MAINTENANCE, PRESERVATION AND ARCHIVAL OF DOCUMENTS*

1. INTRODUCTION

- 1.1 This policy has been formulated in accordance with Regulation 9 of Chapter III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “**SEBI Listing Regulations**”).
- 1.2 The Policy further encompasses the manner of archival of the documents which have been disclosed on the website of the company for the time frame prescribed under Regulation 30 (8) of the SEBI Listing Regulations.

2. OBJECTIVE

This policy of Ircon International Limited (hereinafter referred to as “the Company” or “Ircon”) deals with systematic, categorization, maintenance, retention and archival of documents received or created in the course of business.

3. DEFINITIONS

- a) “**Applicable Law**” means any law, rules, regulations, circulars, guidelines or standards applicable on the Company under which any guideline / provision with regard to the preservation of the Documents has been prescribed.
- b) “**Board**” means the Board of Directors of Ircon, as constituted from time to time.
- c) “**Document(s)**” means all papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers, files, books and or any other record (including required under or in order to comply with the requirements of any Applicable Law) maintained on paper or in Electronic Form and does not include multiple or identical copies.
- d) “**Electronic Form**” means maintenance of documents in 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.
- e) “**Maintenance**” means keeping Documents, either physically or in Electronic Form.
- f) “**Preservation**” means to keep in good order and to prevent from being altered, damaged or destroyed.

All the Words and expressions used in this Policy, unless defined hereinafter, shall have meaning respectively assigned to them under the Listing Regulations and in the absence of its definition or explanation therein, as per the Companies Act, 2013 including any statutory modification or enactment thereof and the Rules, Notifications and Circulars made/issued there-under, and as amended from time to time.

4. POLICY

The documents of the Company shall be classified into the following categories:

Category A: The documents whose preservation shall be permanent in nature (Listed as below):

Documents in this category shall be maintained and preserved permanently by the Company. Any modifications, amendments, additions, deletions in these documents shall also be preserved permanently.

- a) Certificates of Incorporation/ Certificates/ Licenses obtained from any statutory authority.
- b) Memorandum of Association and Articles of Association as originally filed and updated from time to time.
- c) Agreements made by the Company with Stock Exchanges, Depositories etc.
- d) Statutory registers required under applicable laws.
- e) Minutes of Meetings of General, Board and Committee of Directors.
- f) Material Agreements/Contracts.
- g) Investment Documents/proofs including certificates etc.
- h) Employment Records.
- i) Registration Certificates relating to various laws viz. Labour Laws, Environment laws etc. and other applicable laws.
- j) Intellectual Property Records relating to the development and protection of intellectual property rights shall be preserved for the life of such intellectual property right.
- k) Orders issued by Court/ Arbitration/ Judicial/ Quasi-Judicial cases etc.
- l) Any other document as may be required to be maintained permanently in terms of applicable law(s) from time to time.

Category B: The documents to be maintained and preserved for a time period of eight years after completion of the relevant transactions (Listed as below):

Documents in this category shall be preserved by the Company for a term of eight years after completion of the relevant transactions. Any modifications, amendments, additions or deletions in the documents shall also be preserved for a term of eight years.

- a) Books of Accounts and Tax Records.
- b) Annual financial statements including annual accounts, directors' report, auditors' report.
- c) Annual Return(s) along-with certificates and documents annexed thereto.
- d) Copies of Notices, proof of sending notices and its delivery, Agenda papers for meetings of the Board and Committees and General Meetings thereof along-with Notes on Agenda and other related / supporting documents.
- e) Scrutinizer's Report, Register of Postal Ballot, Postal Ballot forms, office copies of the notices, other related documents.
- f) Forms and returns filed with MCA / RBI or with any other statutory authority.

- g) Documents relating to cases in District/ High / Supreme Court / CBI / Police / Civil Suits/ Labour Court / Arbitration / Vigilance/ other judicial / quasi-judicial authorities etc.
- h) All consents, notices, disclosures received from the directors and KMPs along with any amendment thereto.
- i) Correspondences with Departments/shareholders.
- j) Non-Statutory Registers/Documents.
- k) Instruments creating / modifying / satisfying the charge from the date of satisfaction.
- l) Insurance Policies/ Claims under various policies.
- m) Copies of newspaper advertisements and publications relating to all the Statutory Compliances under the Act, Listing Regulations and other Applicable Laws.
- n) Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.

Category C: Documents with preservation period of less than eight years after completion of the relevant transactions/ agreements/ cases:

Customer contracts, Records related to Court/ Arbitration/ Judicial/ Quasi-Judicial cases, etc- may be preserved for a period of atleast 5 to 8 years subject to the condition that transaction/ agreement/ cases are not current and have been completed/ expired/ disposed of.

Execution copies of all contracts entered into by the Company shall be retained for at least three (3) years following the completion reports of the contracts.

Any other document not covered in the above Category at a), b) & c) shall be preserved by the concerned department during the preservation period as decided by the respective Functional Heads in line with the requirement of law, if applicable

Notwithstanding para herein above, the documents shall also be preserved to meet the requirement under the regulations in the following manner:

- a) Where there is a period for which a Document is required to be preserved as per Applicable Law, for the period required by Applicable Law.
- b) Where there is no such requirement as per Applicable Law, then for such period till the document remains "Current".
- c) In case of any other Document, for such period, as the respective functional head decides after taking a considered view about its relevance.

5. CUSTODY OF DOCUMENTS

All documents shall be under the custody of concerned functional head(s). The respective Functional/ Department Heads of the Company shall be responsible for maintenance and preservation of documents in terms of this policy, in respect of the areas of operations falling under their irrespective charge.

6. MODES OF PRESERVATION

The Documents may either be preserved in Physical form and/or Electronic Form.

7. DESTRUCTION OF DOCUMENTS

After the expiry of the retention period, concerned functional head shall decide the records which are to be destroyed. A list of the Documents disposed/destroyed shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction. Before destruction of documents, the concerned head of department may opt for preserving copies of the same in Electronic Form.

8. ARCHIVAL POLICY

The policy applies to documents / information hosted on the website of the company including events/information required to be disclosed on website under SEBI Regulations. The disclosure of material events shall be hosted and retained on the Company's website for a minimum period of 5 (five) years. Thereafter depending upon the nature, materiality, impact and relevance of the material event/ information, the disclosure of such material event:

- a) can continue to remain hosted on the Company's website for a longer period of time on the advice of concerned functional head.
- b) can be removed from the website or
- c) can be archived.

9. AMENDMENTS TO THE POLICY

The Board of Directors may review or amend this policy, in whole or in part, from time to time as per the requirement of the Act or any other statute.

10. GENERAL

Notwithstanding anything contained in this policy, the Company shall ensure compliance with any additional requirements as may be prescribed under any laws/regulations either existing or arising out of any amendment to such laws/regulations or otherwise and applicable to the Company, from time to time. In the event of any conflict between the provisions of this Policy and of the Act or SEBI Listing Regulations or any other statutory enactments, rules, the provisions of such Act or Listing Agreement or statutory enactments, rules shall prevail over this Policy. Any subsequent amendment / modification in the Listing Regulations, Act and/or applicable laws in this regard shall automatically apply to this Policy.
