



MANORAMA INDUSTRIES LIMITED

Preservation of Documents & Archival Policy

Under Regulation 9 and 30(8)

Pursuant to SEBI (*Listing Obligations and Disclosure Requirements*)

Regulations, 2015 (Listing Regulations)

Registered Office: Office No. 403, 4th Floor, Midas, Sahar Plaza, Andheri Kurla Road,
Andheri East, Mumbai, Maharashtra-400059, India

Policy for Preservation of Documents and Archival

1. LEGAL FRAMEWORK

Regulation 9 and Regulation 30 (8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Regulations”) requires all listed entities to formulate and put in place a policy for preservation of documents and Archival Policy.

2. DEFINITIONS

- A. “**Board of Directors**” or “**Board**” Board of Directors or Board shall mean the Board of Directors of Manorama Industries Limited, as constituted from time to time.
- B. “**Company**” Company shall mean Manorama Industries Limited”.
- C. “**Documents**” Documents shall mean all summons, notice, requisition, order, declaration, form, register, and the like as required to be maintained under any law or regulation for the time being in force whether maintained on paper or in electronic form.
- D. “**SEBI Regulations**” SEBI Regulations shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the circulars issued thereunder, including any statutory modifications or re-enactments thereof for the time being in force.
- E. “**Preservation**” or “**preserve**” means maintenance of documents and records (whether physical or electronic) in usable form and in good order, to prevent from being damaged or destroyed or tampered with.
- F. “**Archival**” means accumulation/ storage of historical records on server/ network or to a physical place.

3. OBJECTIVE

This policy sets the standards for managing, storing and preservation of documents of the Company broadly classified in the following two categories:

- A. The documents of a permanent nature (listed in Annexure 1) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions, deletions in the documents shall also be preserved permanently by the Company.

- B. The documents to be maintained and preserved for a 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, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years.

Provided further that the Company may keep the documents as specified above in an electronic mode.

4. ROLES & RESPONSIBILITIES

The respective Departmental Heads of the Company shall be responsible for maintenance, preservation and destroying of documents in respect of the areas of operations falling under the charge of each of them, in terms of this policy.

5. 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.

6. DESTRUCTION OF DOCUMENTS

After the expiry of the statutory retention period, the preserved documents may be destroyed in such mode under any instructions approved by the department head(s). Destruction of documents as a normal administrative practice will also be followed for the records which are duplicate/unimportant/irrelevant. This applies to both Physical and Electronic Documents.

7. COMMUNICATION AND DISSEMINATION OF THE POLICY

For all new Employees, a copy of this policy shall be handed over as a part of the joining documentation, along with other HR related policies. For all existing Employees and Directors, a copy of this policy shall be posted on the intranet and the web-site of the Company.

8. REVIEW AND AMENDMENT

The Policy shall be reviewed as and when required to ensure that it meets the objectives of the relevant regulation and remains effective.

The Board may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace this policy entirely with a new policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

The Policy has been reviewed by the Board of Directors at their Board meeting held on October 29, 2020.

DOCUMENTS WHOSE PRESERVATION SHALL BE PERMANENT IN NATURE

A) Companies Act, 2013:

- 1) Memorandum and Articles of Association as amended from time to time
- 2) Register of Contracts
- 3) Register of Directors and KMPs and the securities held by them
- 4) Register of Loans and Investments made by the Company
- 5) Register and Index of Members
- 6) Minutes of the Board, Committees of the Board and General Body meetings including meeting conducted through Postal Ballots
- 7) Resolutions passed by Circulation
- 8) Various Forms and returns filed with the Authorities
- 9) Audited Financial Statements.
- 10) Register of investments in securities not held in company's name
- 11) Register of Buy-back of Securities from the date of completion of buy-back
- 12) Register of Charges from the date of satisfaction of respective charge

B) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- 1) Listing Agreement executed with the Exchanges.
- 2) Trading approval relating to listing of securities.
- 3) Offer documents for Public Issues and Private placement of securities filed with Securities and Exchange Board of India.

C) Depositories Act:

- 1) Confirmation of all Corporate Actions in respect of allotment of securities.
- 2) Intimation on allotment of International Securities Identification Numbers (ISIN) for securities issued.

D) Others:

Register of Records and Documents destroyed.

Annexure-2

DOCUMENTS WITH PRESERVATION PERIOD OF NOT LESS THAN EIGHT YEARS AFTER COMPLETION OF THE RELEVANT TRANSACTIONS UNLESS SPECIFIED UNDER ANY OTHER ANY ACT OR RULES, FOR A LONGER DURATION:

A) Companies Act, 1956 / Companies Act, 2013:

- 1) Notices and Notes to agenda of the Board, Committees of the Board, General Meetings and Postal Ballots
- 2) Register of Debentures and Debenture Trust Deed from the date of its redemption
- 3) Books of Accounts including vouchers and bills
- 4) Annual Returns together with the Annexures
- 5) Register of Transfer and Transmission of shares / Debentures and other securities
- 6) Scrutinizer's Report on Postal Ballot and AGM
- 7) Documents relating to appointment of Managerial Personnel
- 8) Dividend reconciliation statement till the time the dividend is transferred to IEPF

B) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- 1) All reports filed with the stock exchanges from time to time
- 2) All disclosure of various events and Press Releases
- 3) Intimations of Board Meetings

C) Documents filed with Stock Exchanges under SEBI Regulations:

All disclosures and intimations filed under:

- 1) SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011
- 2) SEBI (Prohibition of Insider Trading) Regulations, 2015
- 3) All disclosures and intimations filed under SEBI (Share Based Employee Benefit) Regulation, 2014 and SEBI (Employee Stock Option Scheme and Stock Purchase Scheme) Guidelines 1999